ULTIMATE SPIDER-MAN

MARVEL

VOL 7

IRRESPONSIBLE

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THE LETTER

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GUILT

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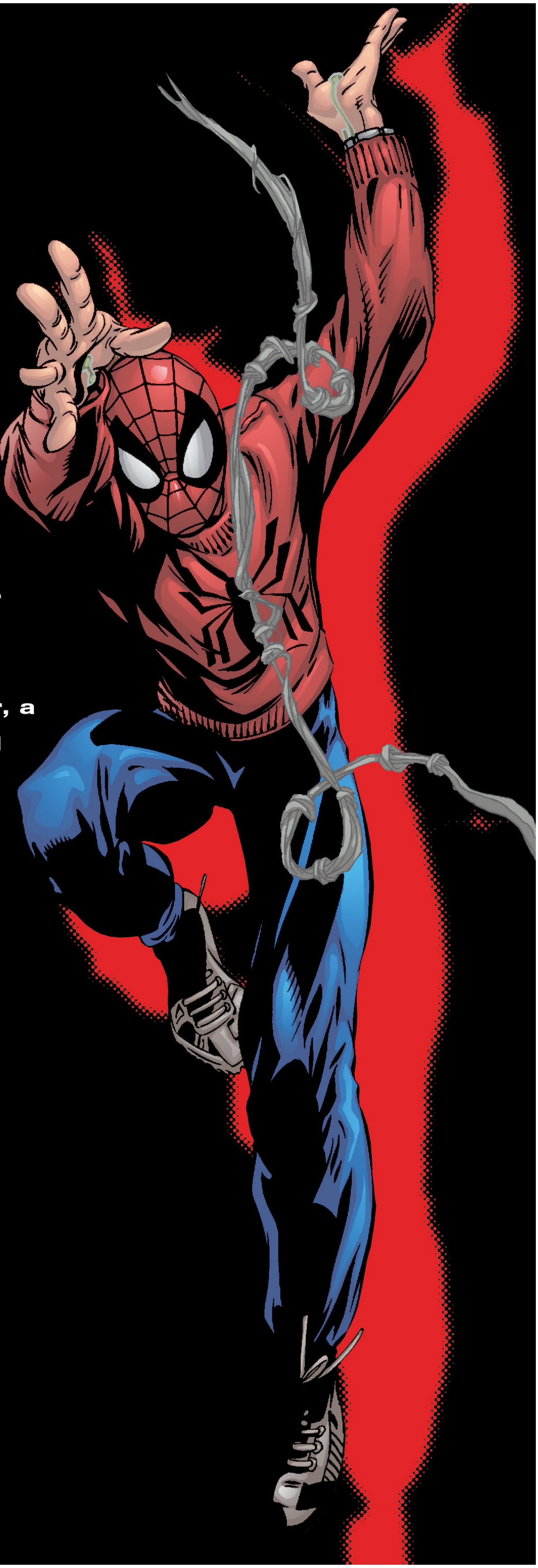
PREVIOUSLY...

Ever since Peter and Mary Jane broke off their relationship, their friendship has been non-existent.

To complicate Peter's life further, a misguided experiment turned Peter's childhood friend into a monster, and in a final battle, Peter had to resort to deadly force. Now, Peter is left with a guilty conscience and a ruined costume.



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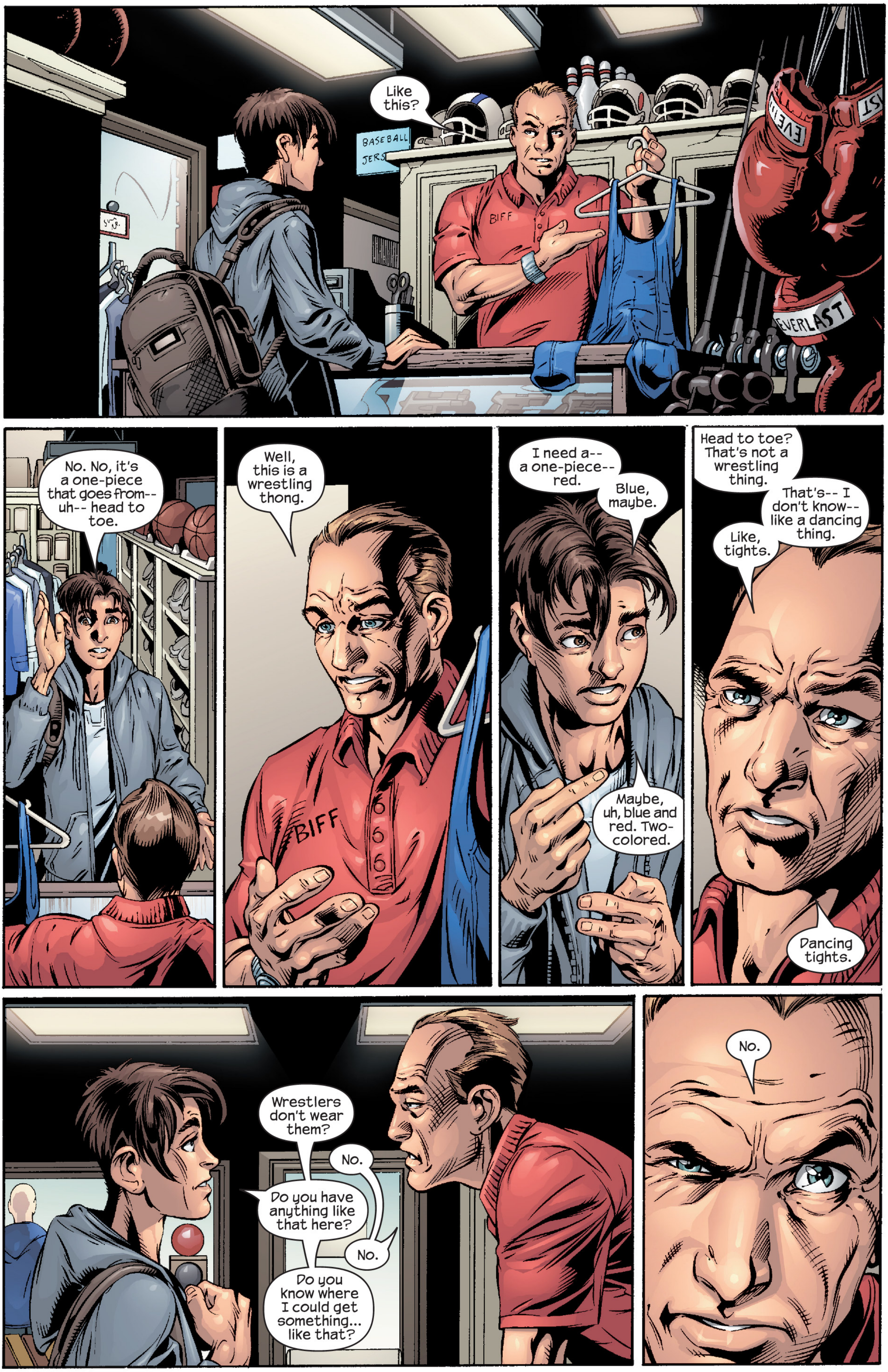
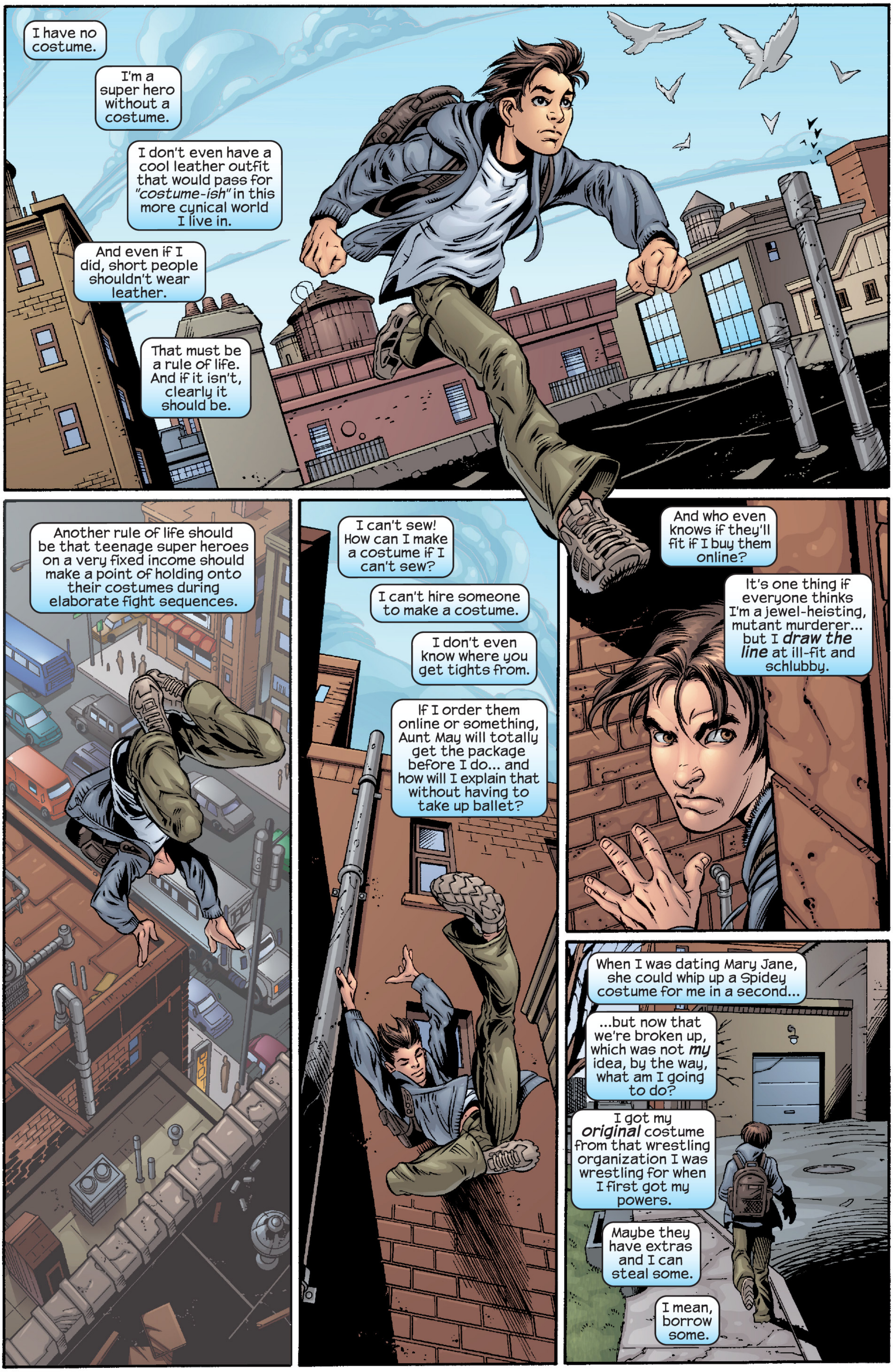
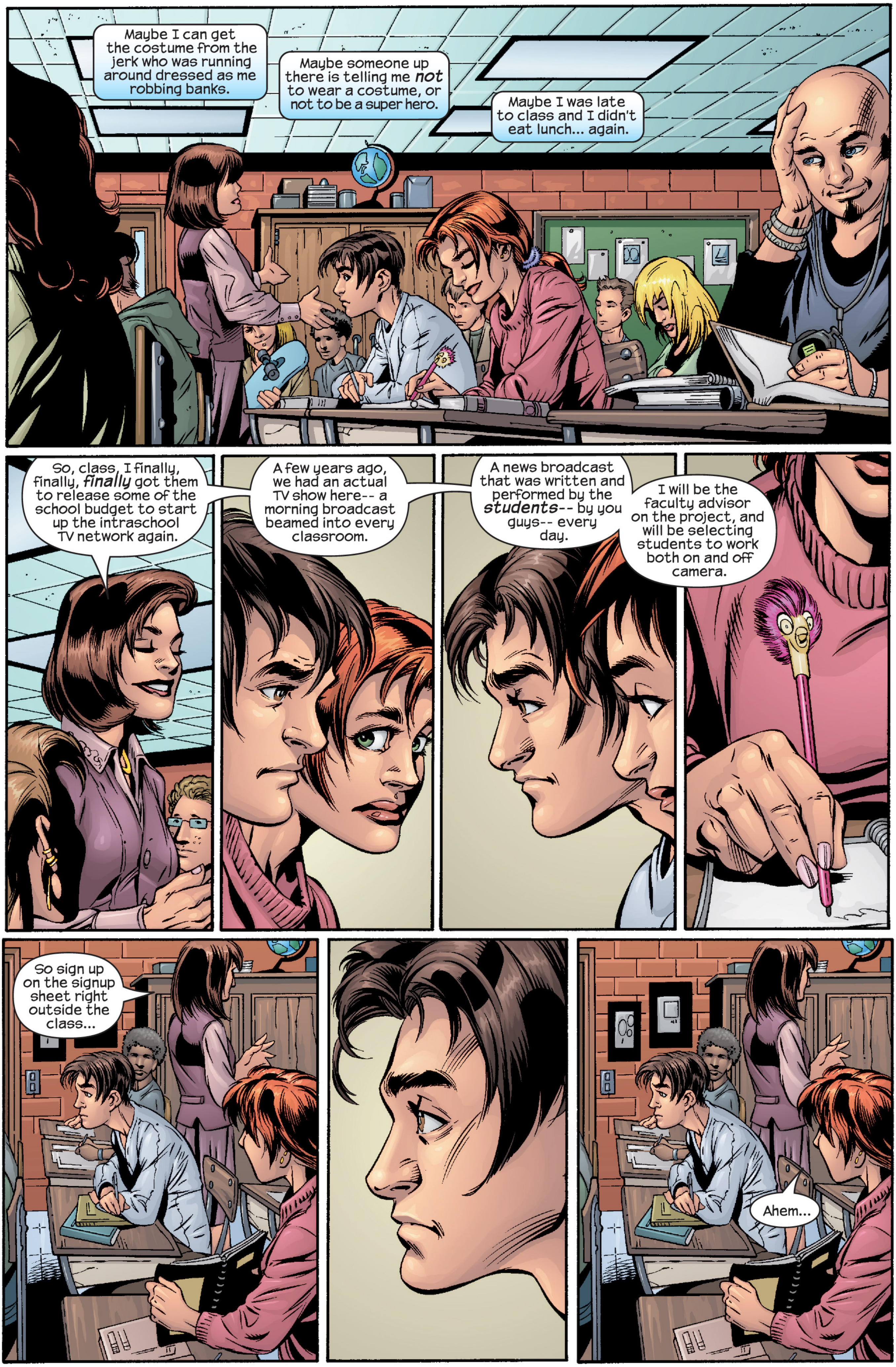
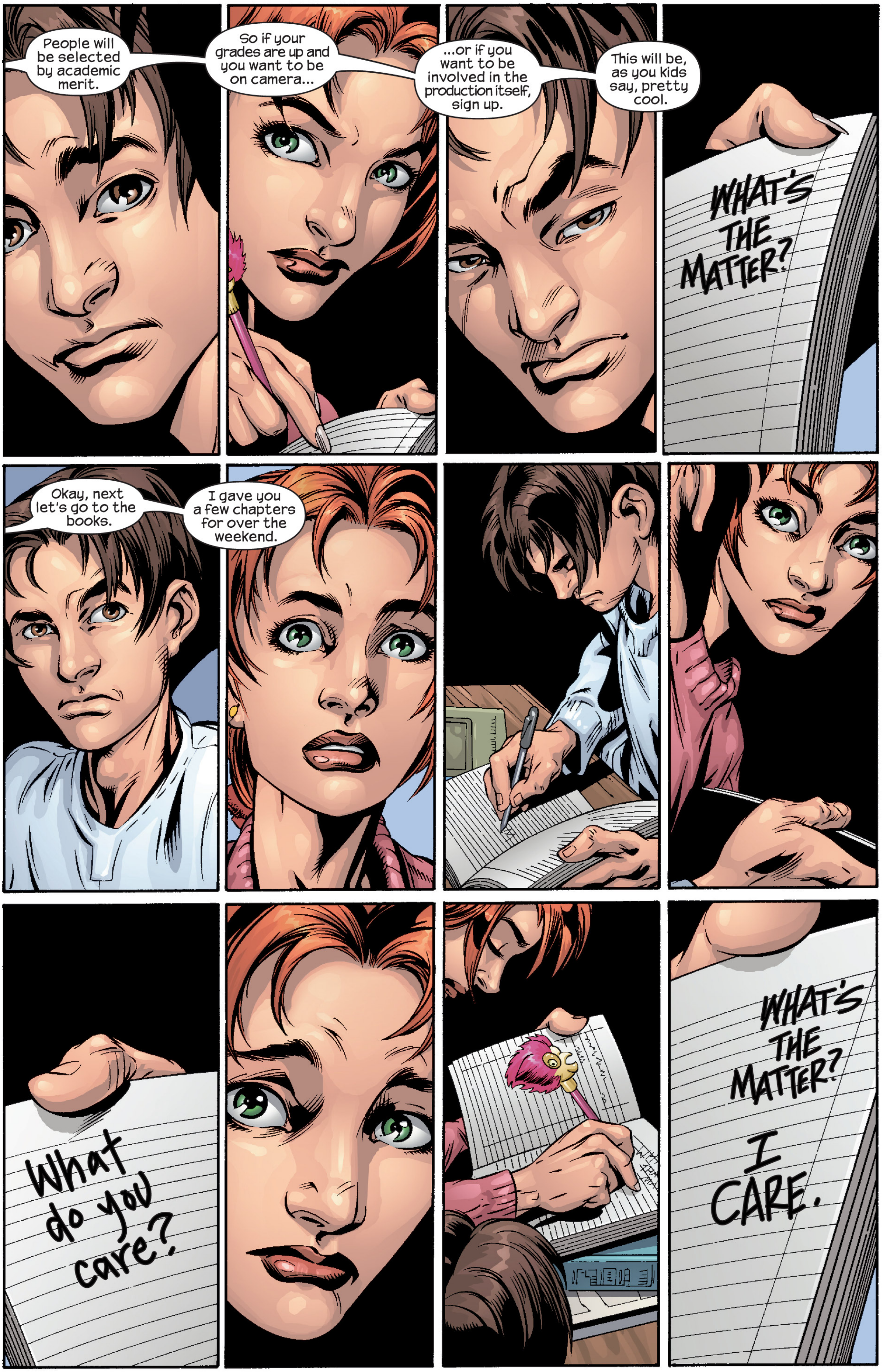
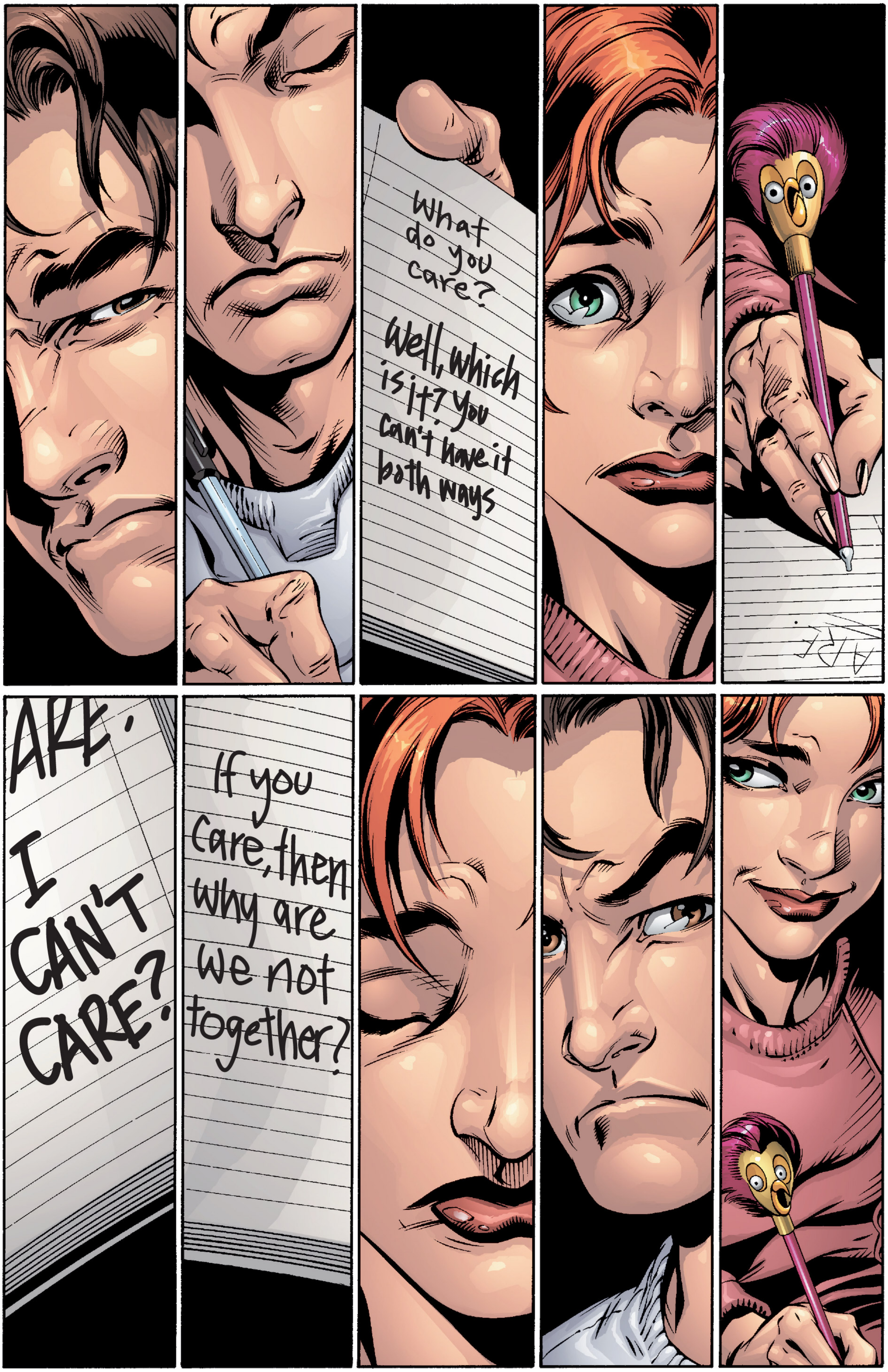
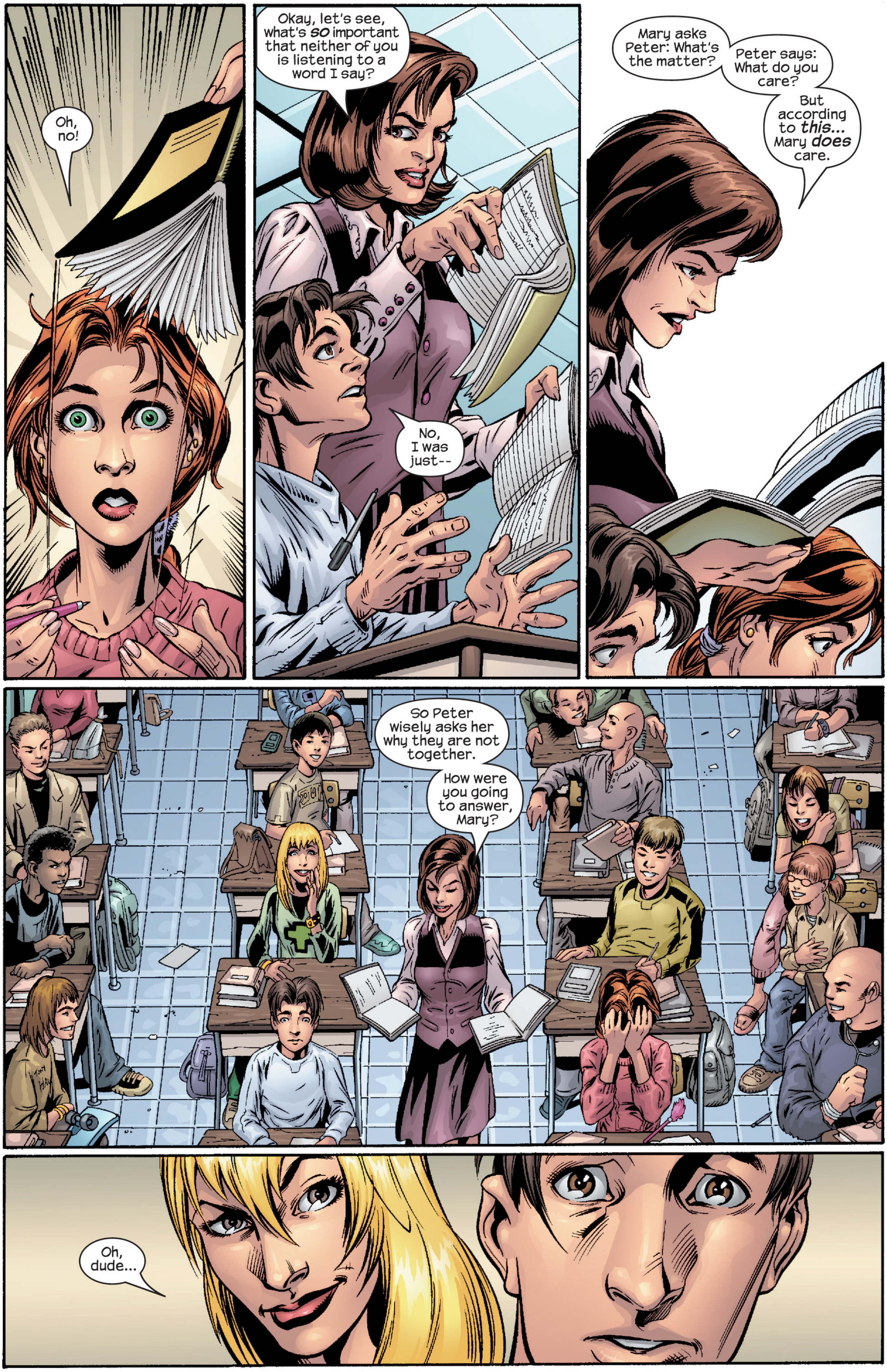

Like this?
BASEBALL JERS
BIFF
EVERLAST
No. No, it's a one-piece that goes from-- uh-- head to toe.
Well, this is a wrestling thong.
BIFF
I need a-- a one-piece-- red.
Blue, maybe.
Maybe, uh, blue and red. Two-colored.
Head to toe? That's not a wrestling thing.
That's-- I don't know-- like a dancing thing.
Like, tights.
Dancing tights.
Wrestlers don't wear them?
No.
Do you have anything like that here?
No.
Do you know where I could get something... like that?
No.

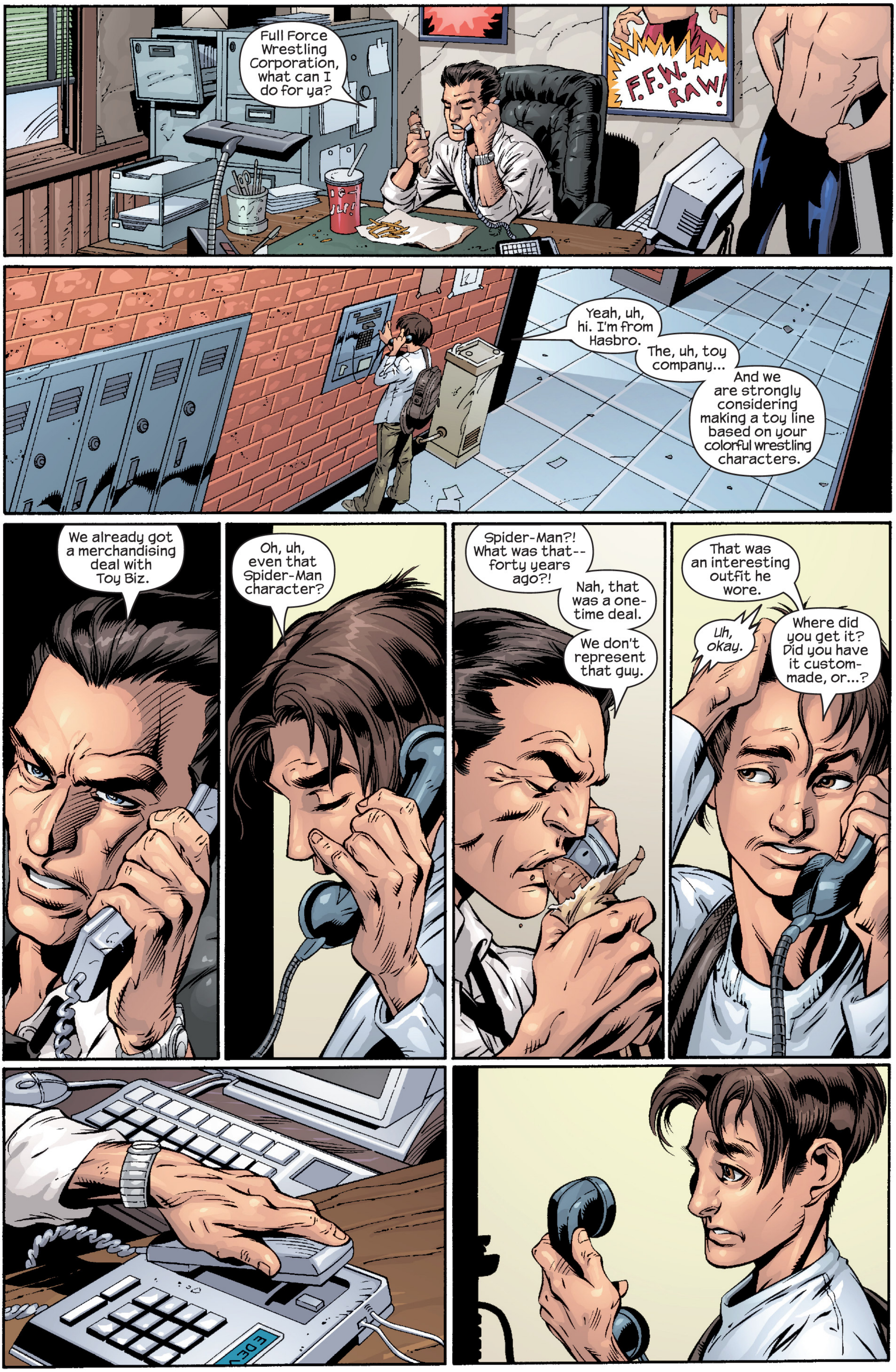

I have no costume.
I'm a super hero without a costume.
I don't even have a cool leather outfit that would pass for *"costume-ish"* in this more cynical world I live in.
And even if I did, short people shouldn't wear leather.
That must be a rule of life. And if it isn't, clearly it should be.
Another rule of life should be that teenage super heroes on a very fixed income should make a point of holding onto their costumes during elaborate fight sequences.
I can't sew! How can I make a costume if I can't sew?
I can't hire someone to make a costume.
I don't even know where you get tights from.
If I order them online or something, Aunt May will totally get the package before I do... and how will I explain that without having to take up ballet?
And who even knows if they'll fit if I buy them online?
It's one thing if everyone thinks I'm a jewel-heisting, mutant murderer... but I ***draw the line*** at ill-fit and schlubby.
When I was dating Mary Jane, she could whip up a Spidey costume for me in a second...
...but now that we're broken up, which was not ***my*** idea, by the way, what am I going to do?
I got my ***original*** costume from that wrestling organization I was wrestling for when I first got my powers.
Maybe they have extras and I can steal some.
I mean, borrow some.

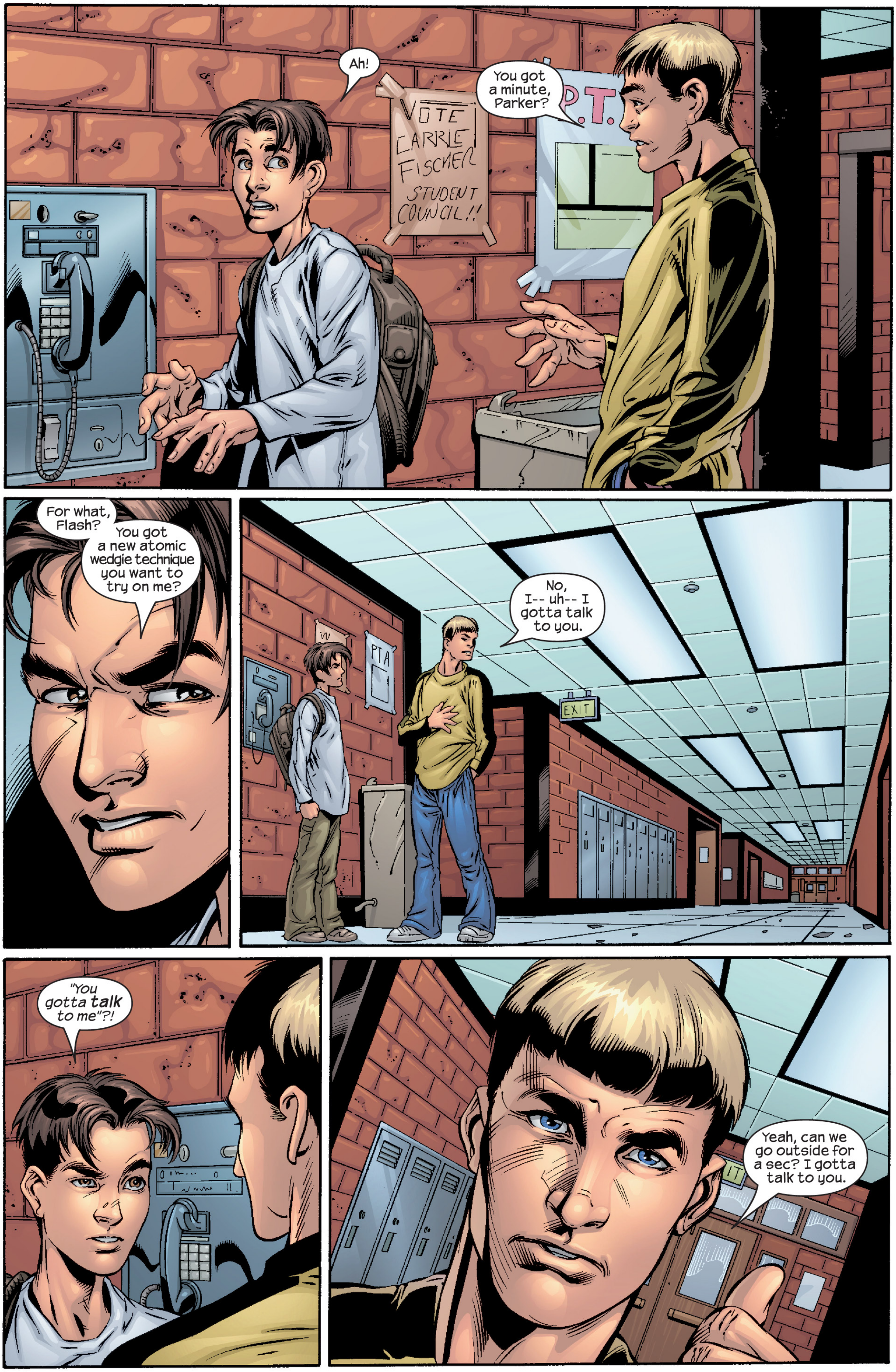

Maybe I can get the costume from the jerk who was running around dressed as me robbing banks.
Maybe someone up there is telling me *not* to wear a costume, or not to be a super hero.
Maybe I was late to class and I didn't eat lunch... again.
So, class, I finally, finally, *finally* got them to release some of the school budget to start up the intraschool TV network again.
A few years ago, we had an actual TV show here-- a morning broadcast beamed into every classroom.
A news broadcast that was written and performed by the *students*-- by you guys-- every day.
I will be the faculty advisor on the project, and will be selecting students to work both on and off camera.
So sign up on the signup sheet right outside the class...
Ahem...

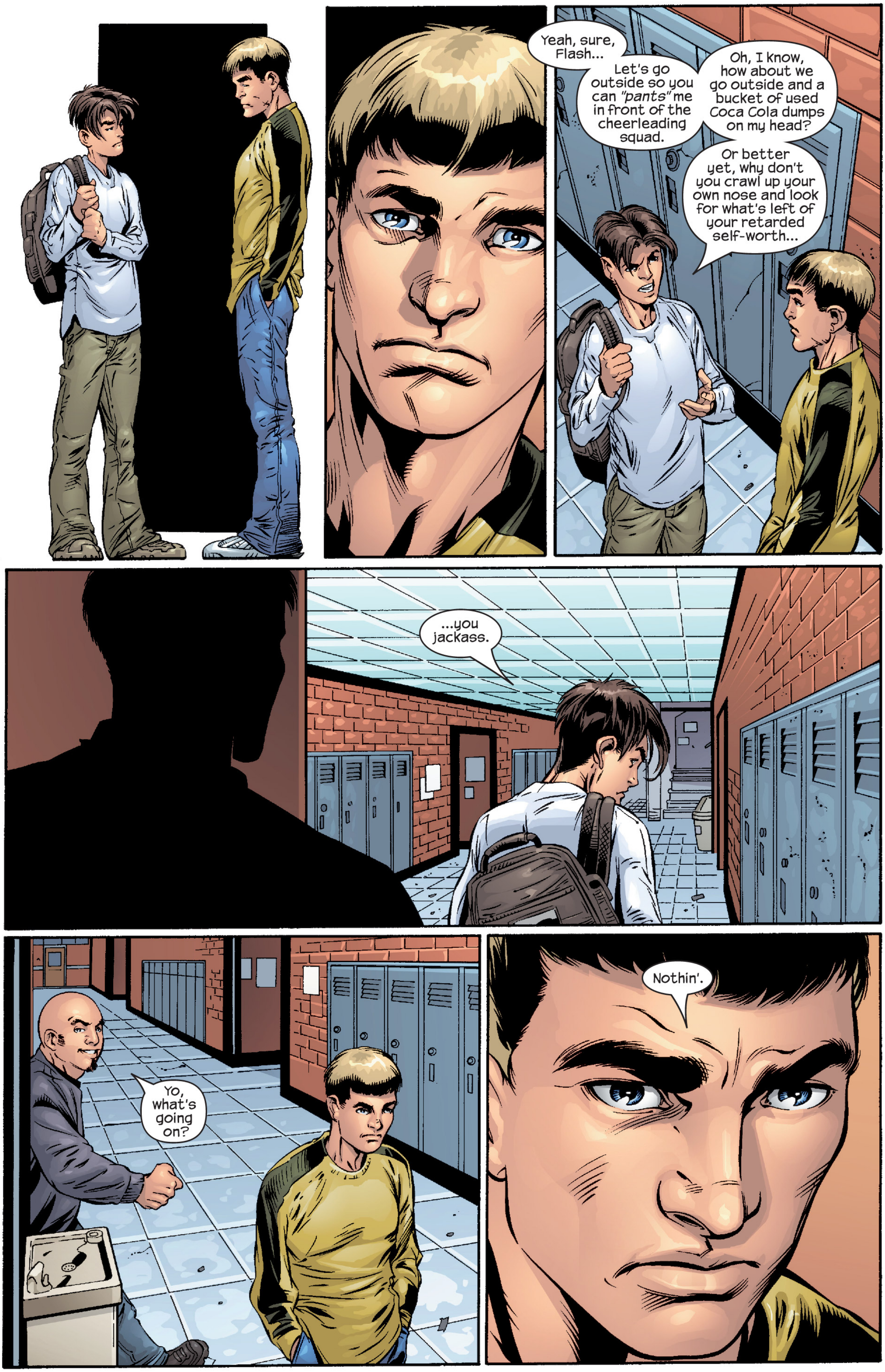

People will be selected by academic merit.
So if your grades are up and you want to be on camera...
...or if you want to be involved in the production itself, sign up.
This will be, as you kids say, pretty cool.
WHAT'S THE MATTER?
Okay, next let's go to the books.
I gave you a few chapters for over the weekend.
What do you care?
WHAT'S THE MATTER? I CARE.

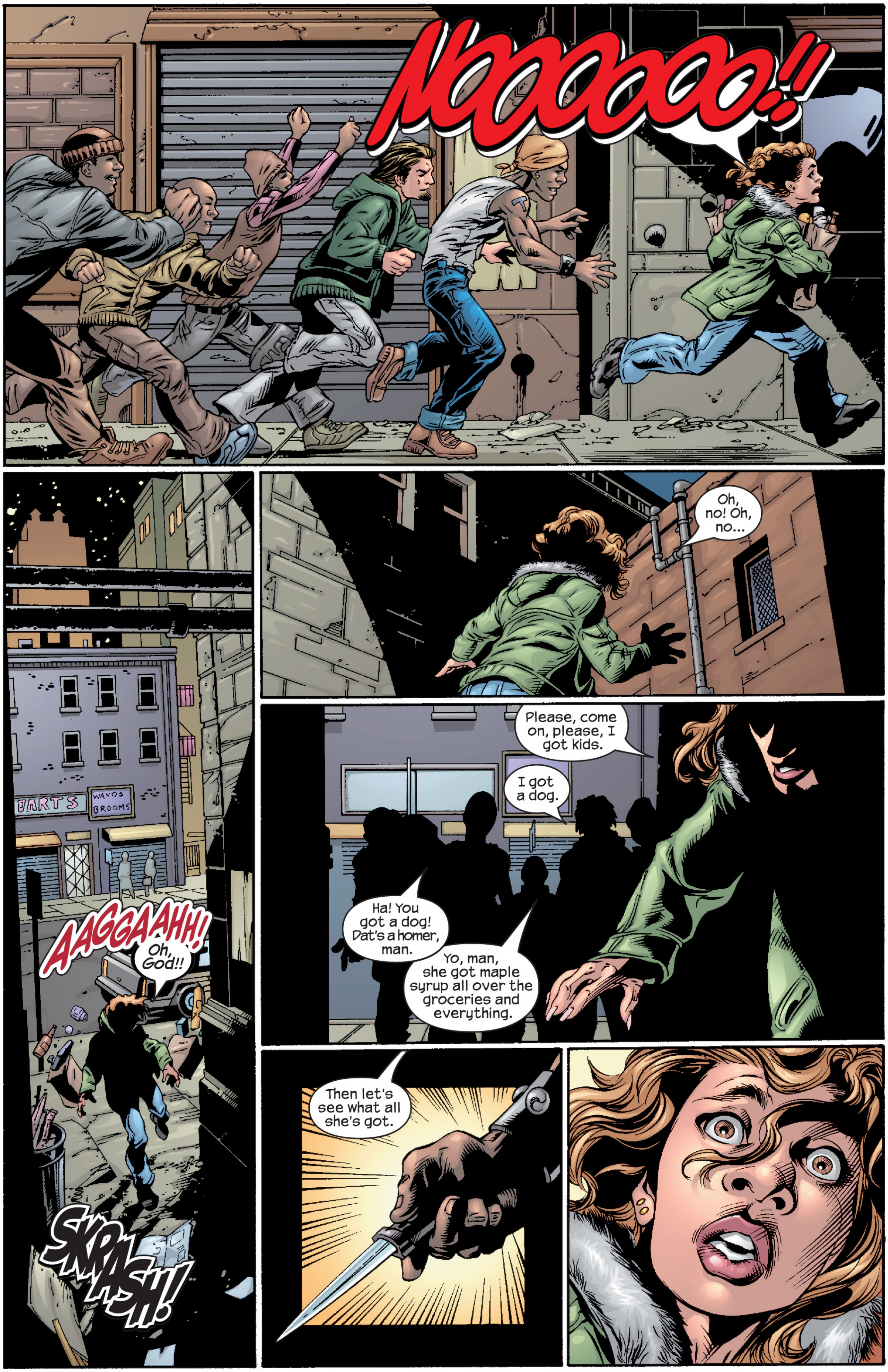

What do you care?
Well, which is it? You can't have it both ways
ARE. I CAN'T CARE?
If you care, then why are we not together?

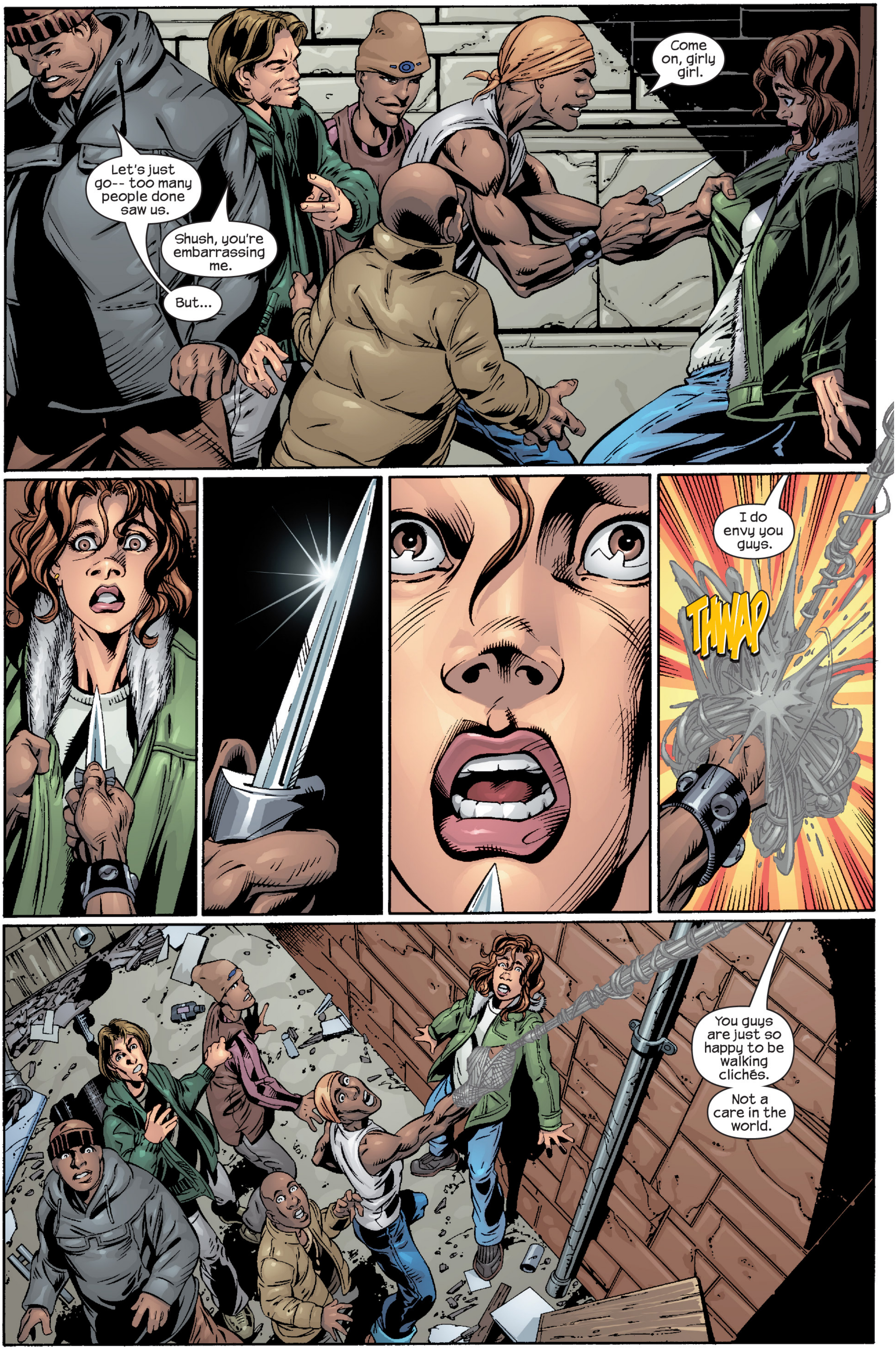

Oh, no!
Okay, let's see, what's *so* important that neither of you is listening to a word I say?
No, I was just--
Mary asks Peter: What's the matter?
Peter says: What do you care?
But according to *this...* Mary *does* care.
So Peter wisely asks her why they are not together.
How were you going to answer, Mary?
Oh, dude...

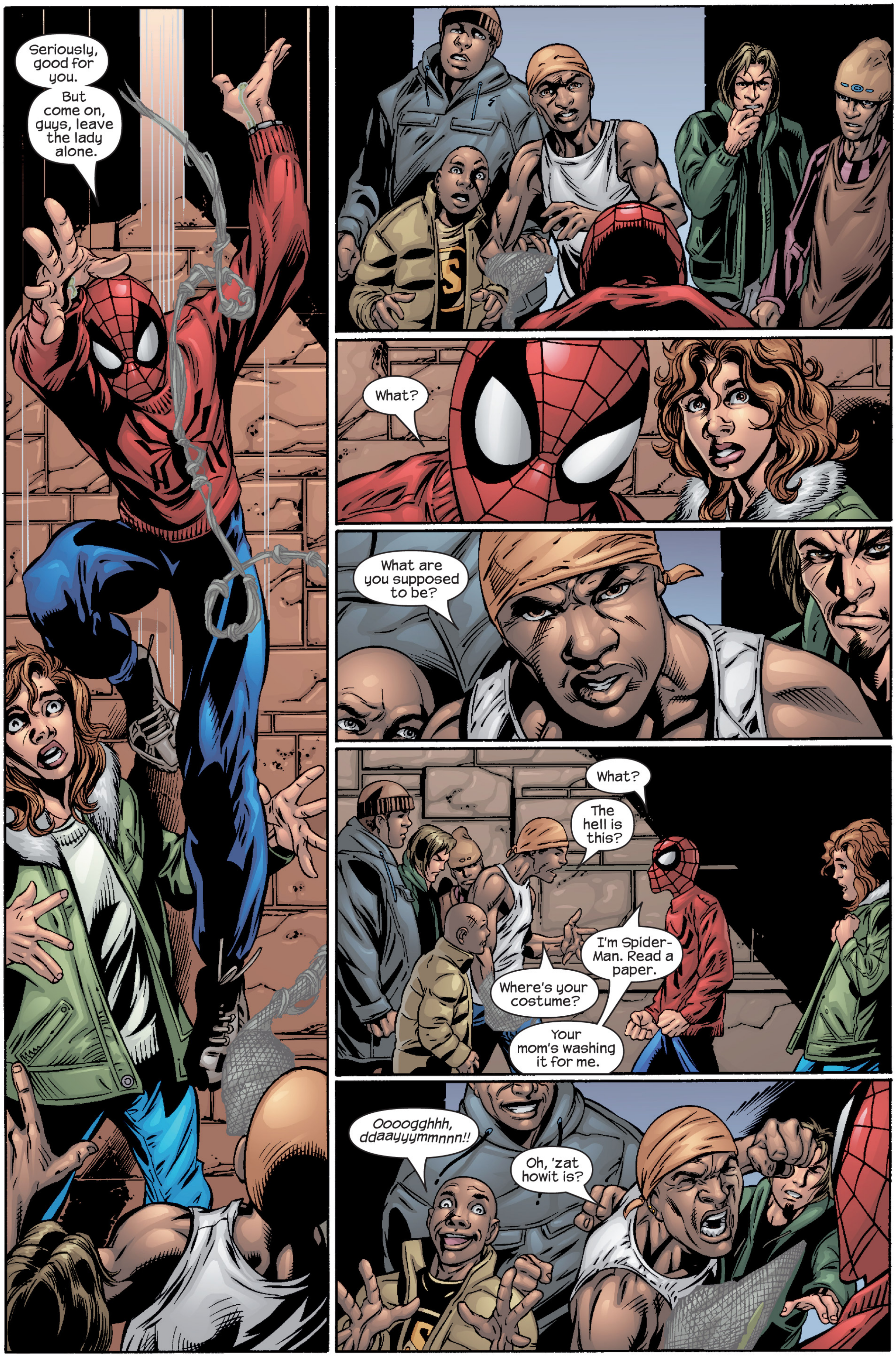

Full Force Wrestling Corporation, what can I do for ya?
F.F.W. RAW!
Yeah, uh, hi. I'm from Hasbro.
The, uh, toy company...
And we are strongly considering making a toy line based on your colorful wrestling characters.
We already got a merchandising deal with Toy Biz.
Oh, uh, even that Spider-Man character?
Spider-Man?! What was that--forty years ago?!
Nah, that was a one-time deal.
We don't represent that guy.
That was an interesting outfit he wore.
Uh, okay.
Where did you get it? Did you have it custom-made, or...?

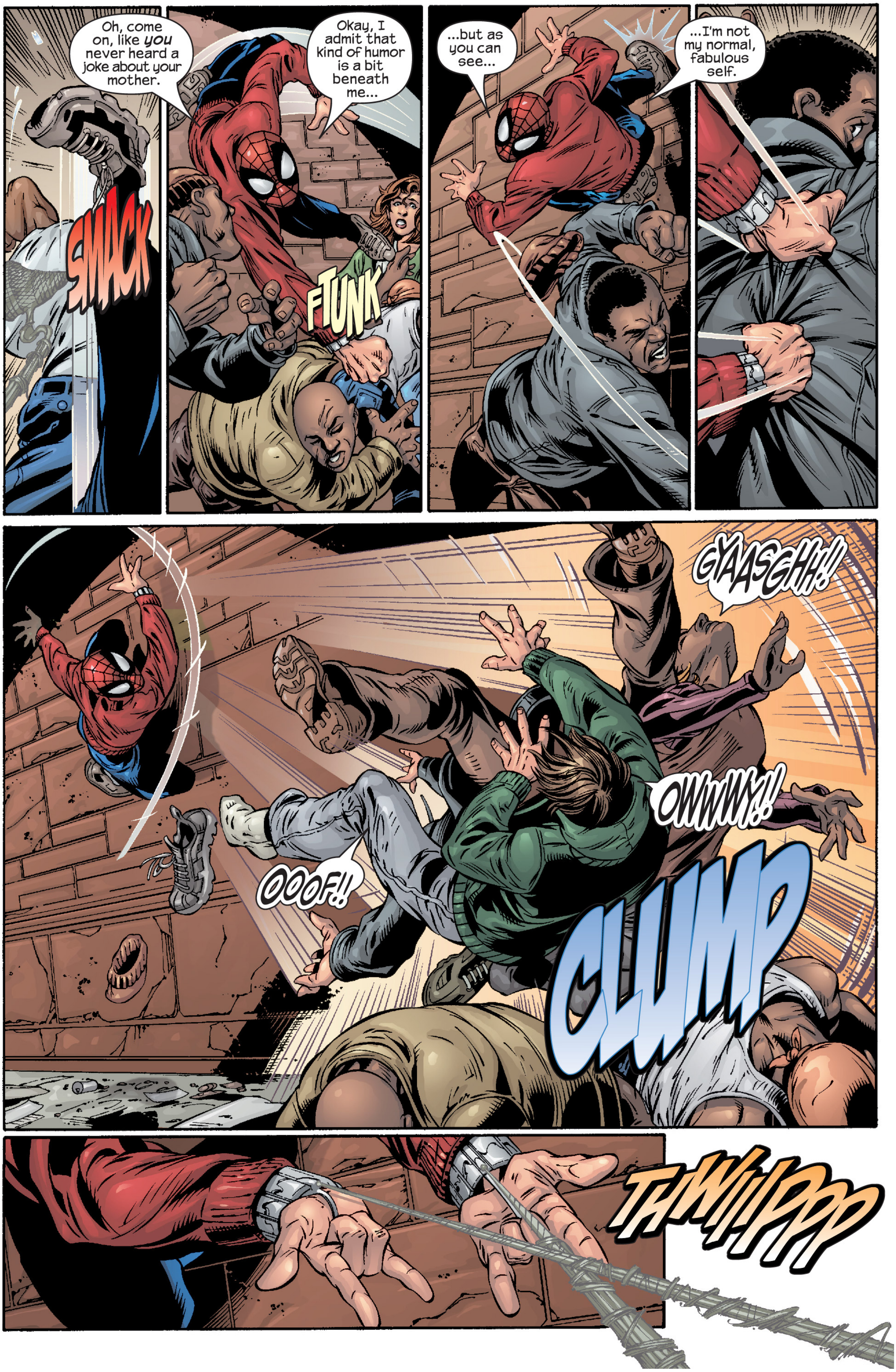

Ah!
VOTE CARRIE FISCHER STUDENT COUNCIL!!
You got a minute, Parker?
P.T.
For what, Flash?
You got a new atomic wedgie technique you want to try on me?
PTA
No, I-- uh-- I gotta talk to you.
EXIT
"You gotta **talk** to me"?!
Yeah, can we go outside for a sec? I gotta talk to you.

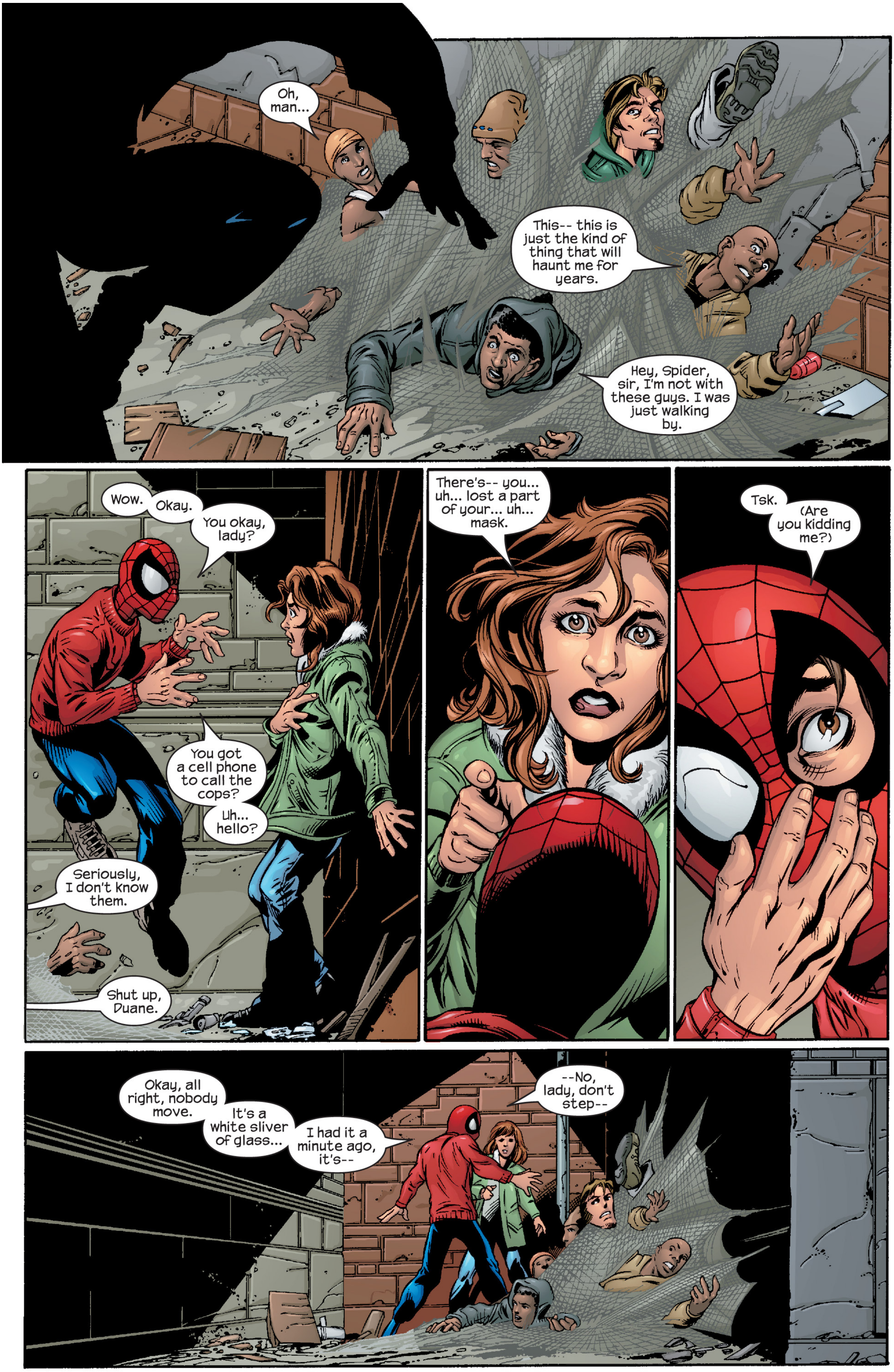

Yeah, sure, Flash...
Let's go outside so you can *"pants"* me in front of the cheerleading squad.
Oh, I know, how about we go outside and a bucket of used Coca Cola dumps on my head?
Or better yet, why don't you crawl up your own nose and look for what's left of your retarded self-worth...
...you jackass.
Yo, what's going on?
Nothin'.

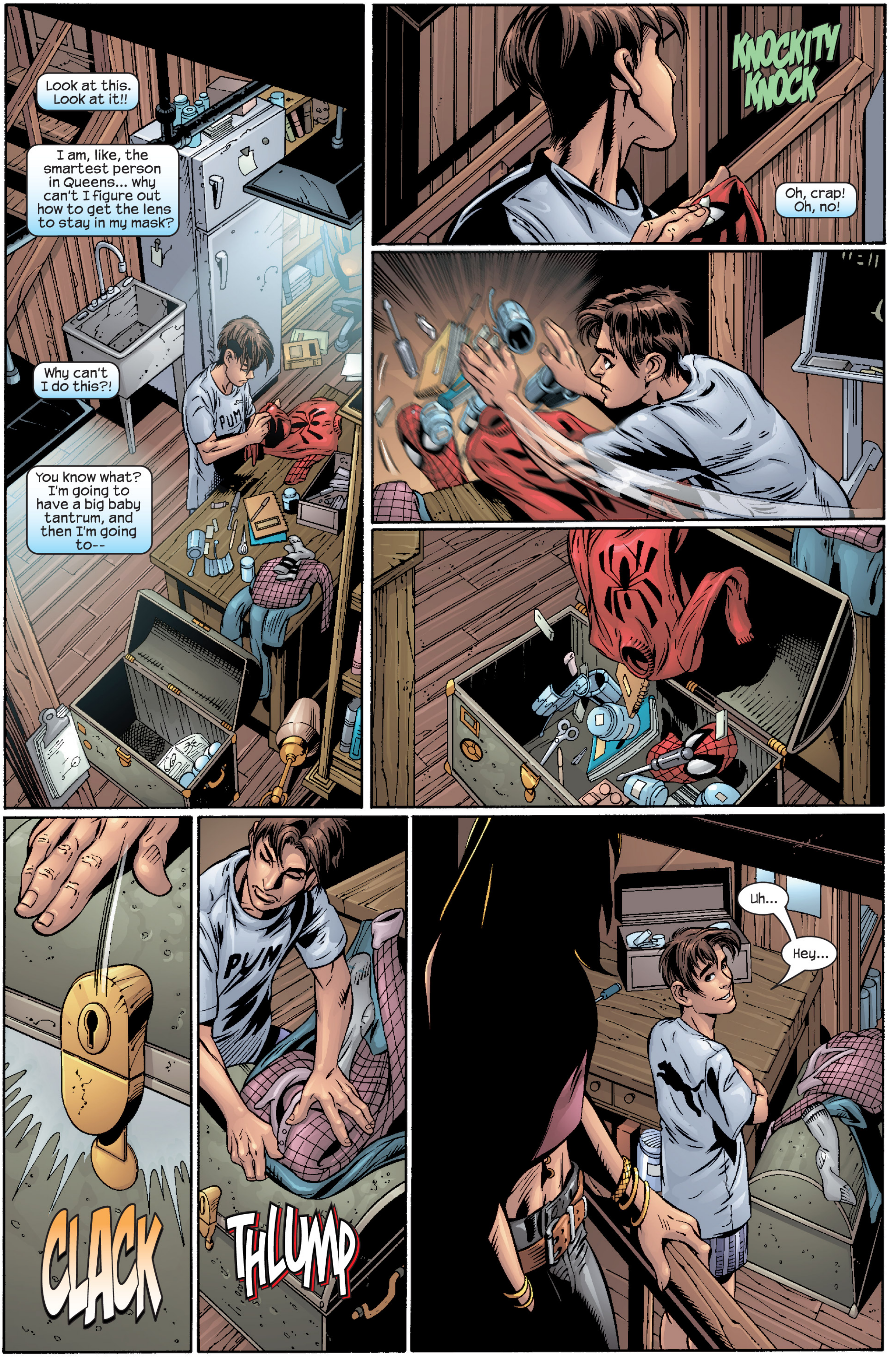

NOOOOOO!!
Oh, no! Oh, no...
Please, come on, please, I got kids.
I got a dog.
Ha! You got a dog! Dat's a homer, man.
Yo, man, she got maple syrup all over the groceries and everything.
DARTS
WANDS BROOMS
AAGGAAHH!
Oh, God!!
SKRASH!
Then let's see what all she's got.

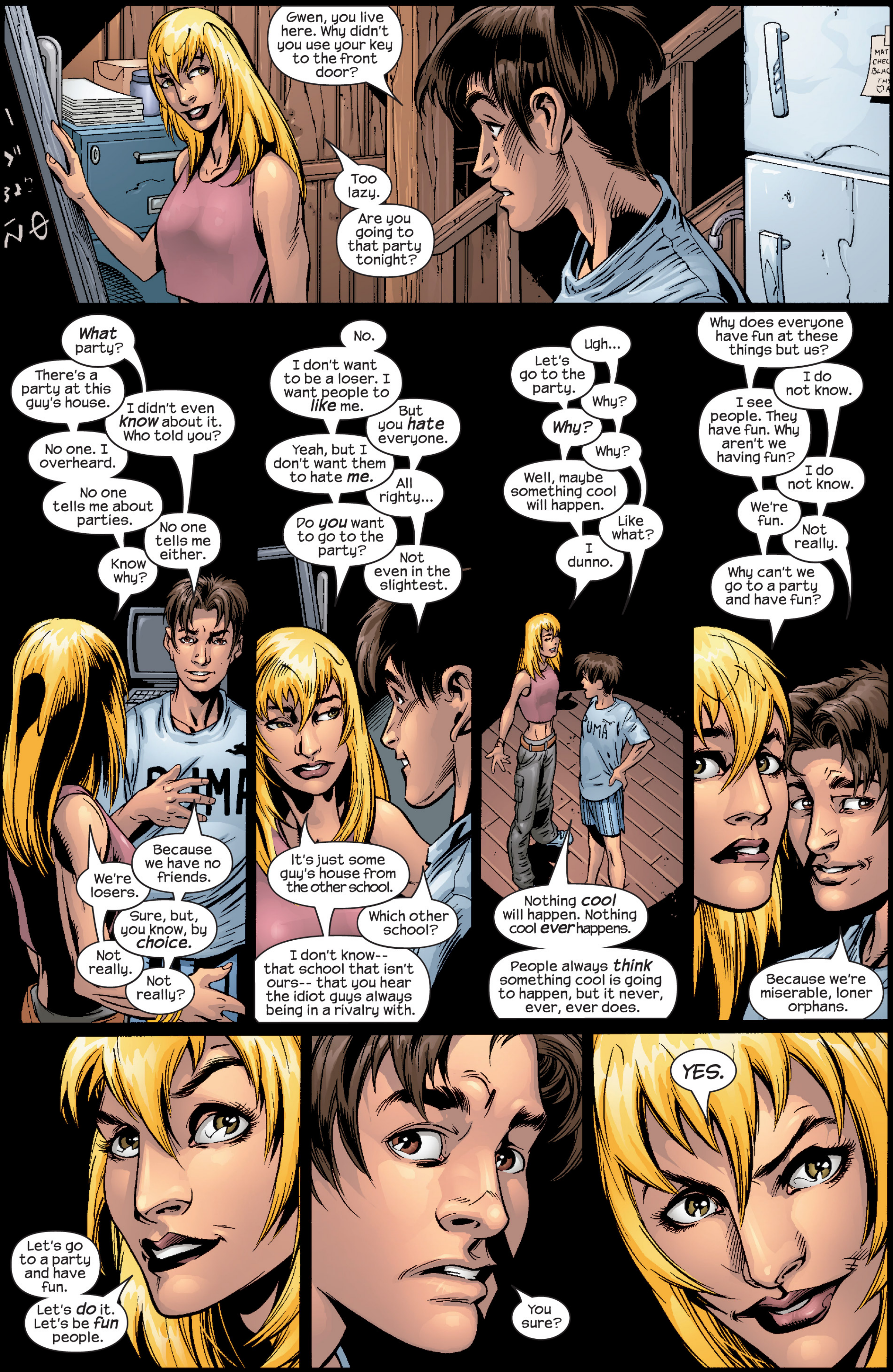

Come on, girly girl.
Let's just go-- too many people done saw us.
Shush, you're embarrassing me.
But...
I do envy you guys.
THWAP
You guys are just so happy to be walking clichés.
Not a care in the world.

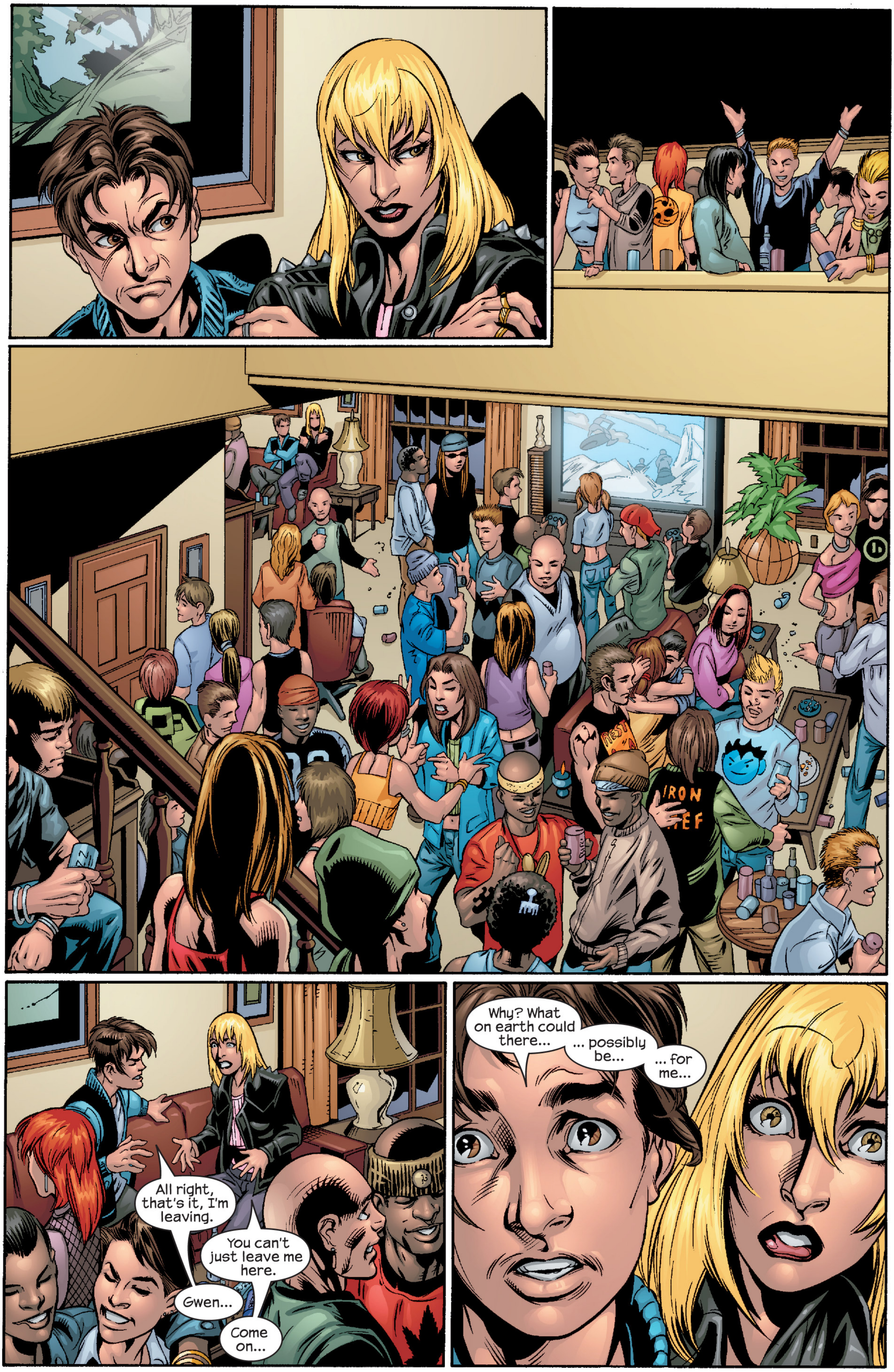

Seriously, good for you.
But come on, guys, leave the lady alone.
What?
What are you supposed to be?
What?
The hell is this?
I'm Spider-Man. Read a paper.
Where's your costume?
Your mom's washing it for me.
Ooooogghhh, ddaayyymmnnn!!
Oh, 'zat howit is?

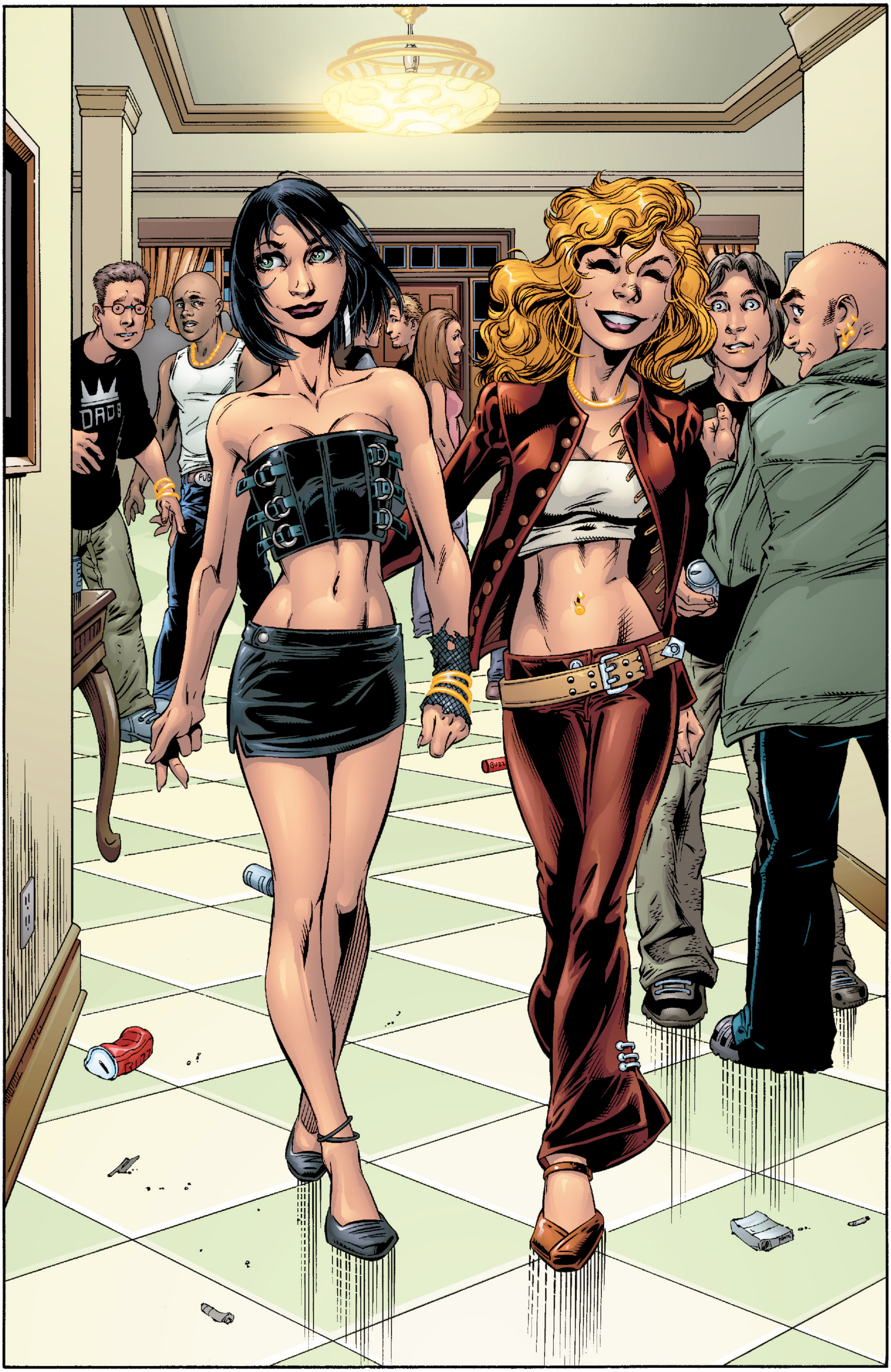

Oh, come on, like *you* never heard a joke about your mother.
SMACK
Okay, I admit that kind of humor is a bit beneath me...
FTUNK
...but as you can see...
...I'm not my normal, fabulous self.
GYAASGHH!!
OWWW!!
OOOF!!
CLUMP
THWIIPPP

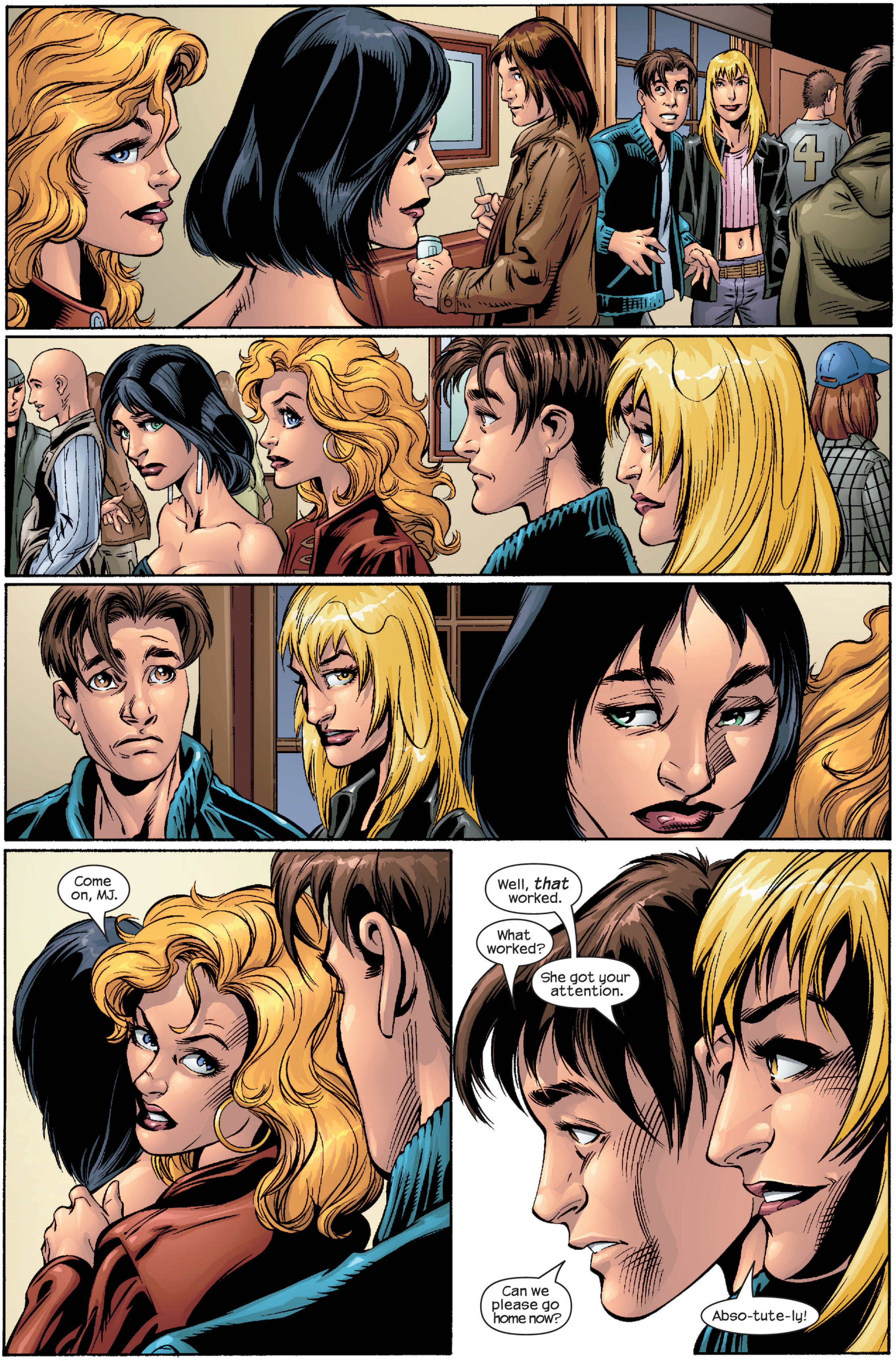

Oh, man...
This-- this is just the kind of thing that will haunt me for years.
Hey, Spider, sir, I'm not with these guys. I was just walking by.
Wow.
Okay.
You okay, lady?
You got a cell phone to call the cops?
Uh... hello?
Seriously, I don't know them.
Shut up, Duane.
There's-- you... uh... lost a part of your... uh... mask.
Tsk.
(Are you kidding me?)
Okay, all right, nobody move.
It's a white sliver of glass...
I had it a minute ago, it's--
--No, lady, don't step--

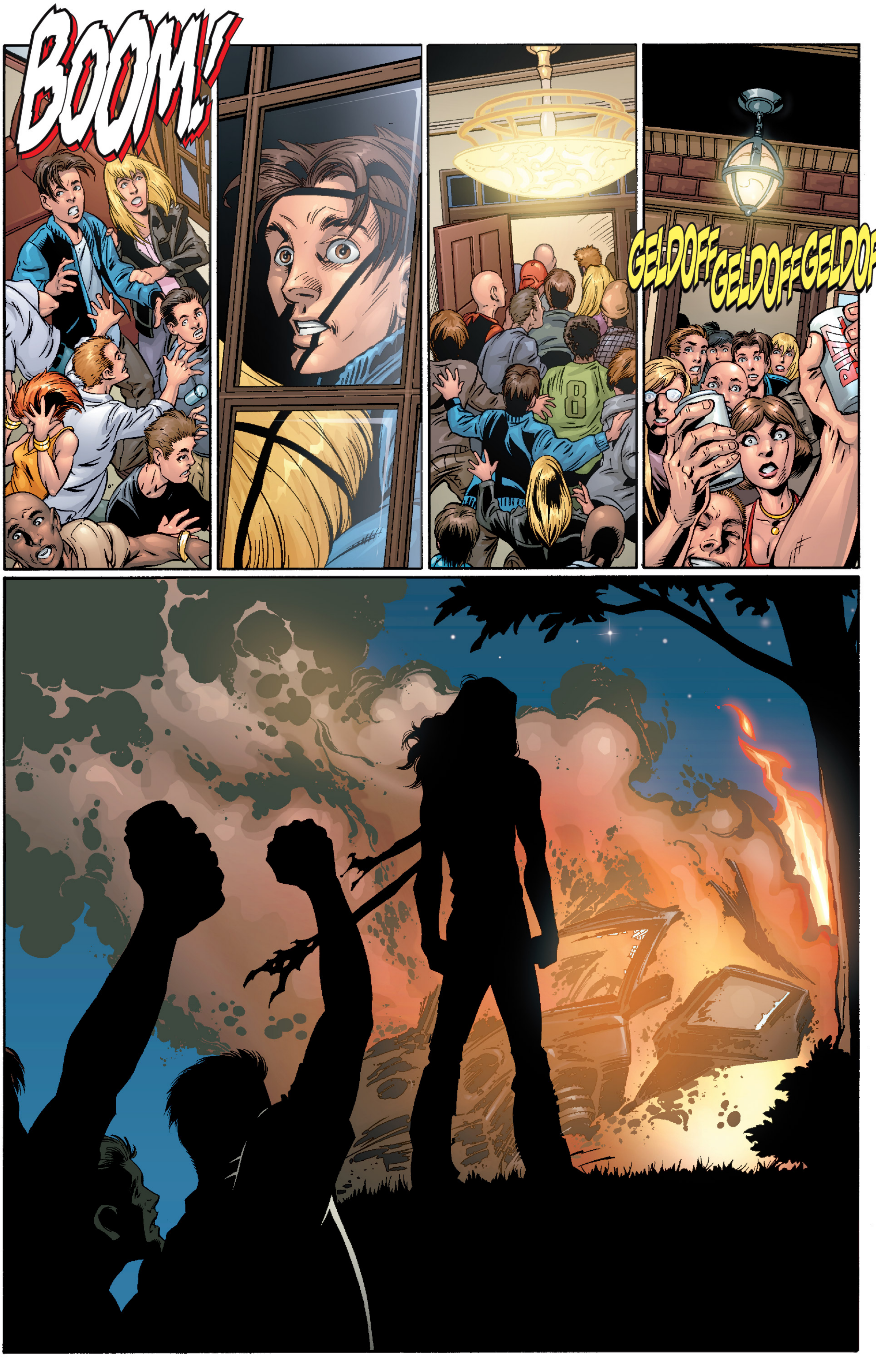

Look at this. Look at it!!
I am, like, the smartest person in Queens... why can't I figure out how to get the lens to stay in my mask?
Why can't I do this?!
You know what? I'm going to have a big baby tantrum, and then I'm going to--
KNOCKITY KNOCK
Oh, crap! Oh, no!
CLACK
THLUMP
Uh...
Hey...

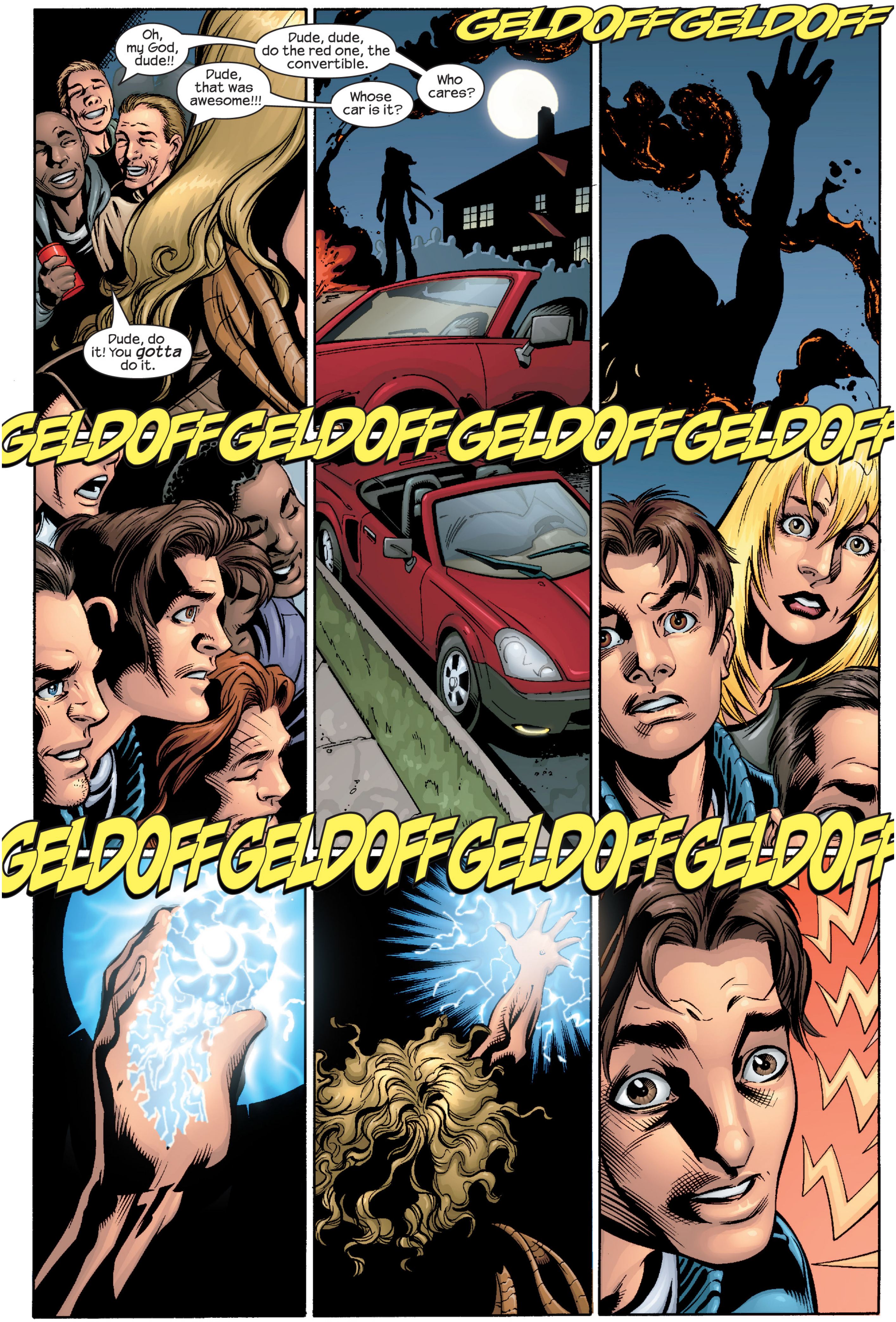

Gwen, you live here. Why didn't you use your key to the front door?
Too lazy.
Are you going to that party tonight?
What party?
There's a party at this guy's house.
I didn't even know about it. Who told you?
No one. I overheard.
No one tells me about parties.
No one tells me either.
Know why?
Because we have no friends.
We're losers.
Sure, but, you know, by choice.
Not really.
Not really?
No.
I don't want to be a loser. I want people to like me.
But you hate everyone.
Yeah, but I don't want them to hate me.
All righty...
Do you want to go to the party?
Not even in the slightest.
It's just some guy's house from the other school.
Which other school?
I don't know-- that school that isn't ours-- that you hear the idiot guys always being in a rivalry with.
Ugh...
Let's go to the party.
Why?
Why?
Why?
Well, maybe something cool will happen.
Like what?
I dunno.
Nothing cool will happen. Nothing cool ever happens.
People always think something cool is going to happen, but it never, ever, ever does.
Why does everyone have fun at these things but us?
I do not know.
I see people. They have fun. Why aren't we having fun?
I do not know.
We're fun.
Not really.
Why can't we go to a party and have fun?
Because we're miserable, loner orphans.
Let's go to a party and have fun.
Let's do it. Let's be fun people.
You sure?
YES.

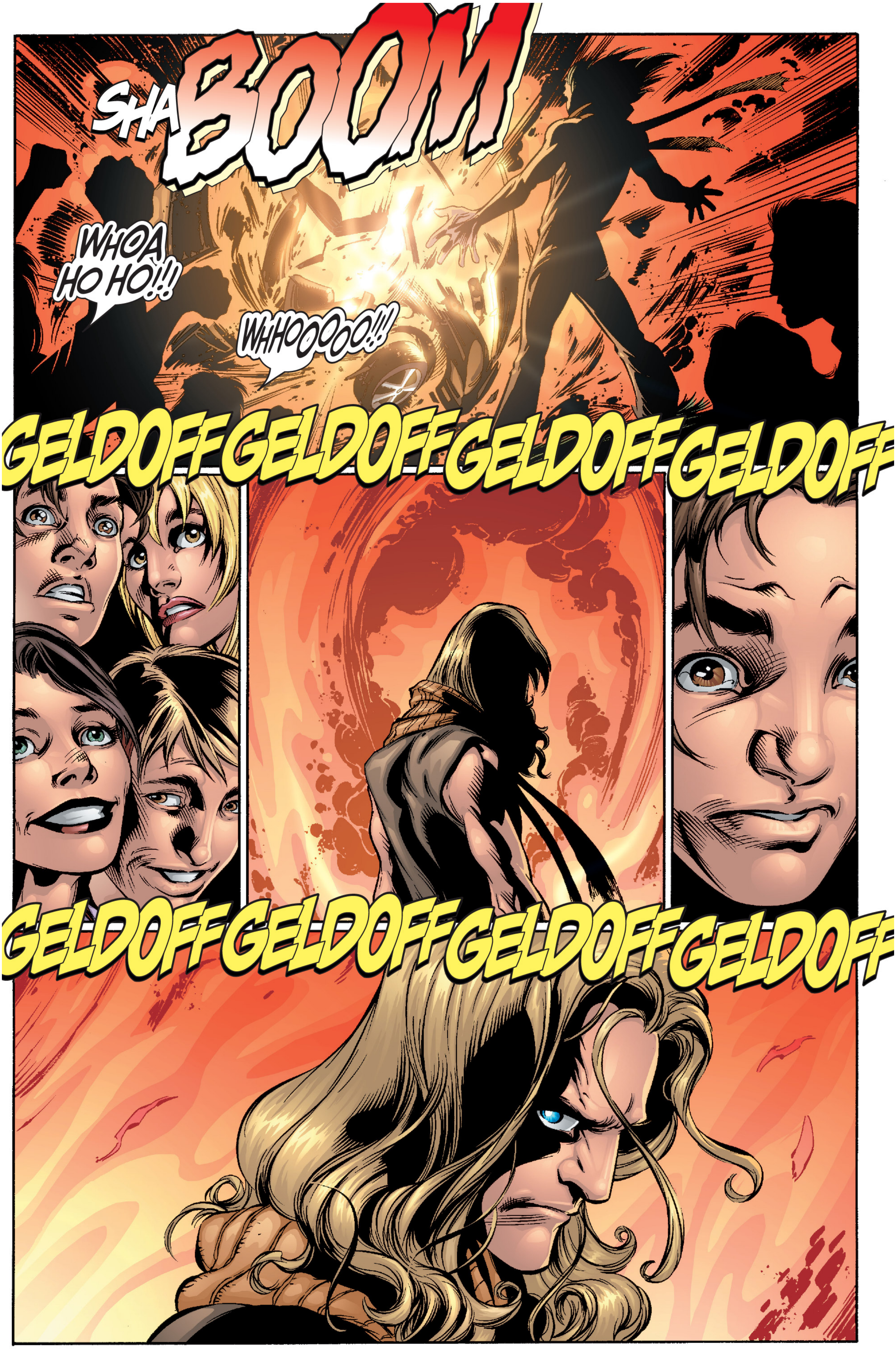

All right, that's it, I'm leaving.
You can't just leave me here.
Gwen...
Come on...
Why? What on earth could there...
... possibly be...
... for me...


DADB
PUB
BUZZ
BUZZ


Come on, MJ.
Well, *that* worked.
What worked?
She got your attention.
Can we please go home now?
Abso-tute-ly!


BOOM!
GELDOFFGELDOFFGELDOF


Oh, my God, dude!!
Dude, that was awesome!!!
Dude, dude, do the red one, the convertible.
Whose car is it?
Who cares?
Dude, do it! You *gotta* do it.
GELDOFFGELDOFF
GELDOFFGELDOFFGELDOFFGELDOFF
GELDOFFGELDOFFGELDOFFGELDOFF


SHA BOOM
WHOA HO HO!!
WHHOOOOO!!
GELDOFF GELDOFF GELDOFF GELDOFF
GELDOFF GELDOFF GELDOFF GELDOFF

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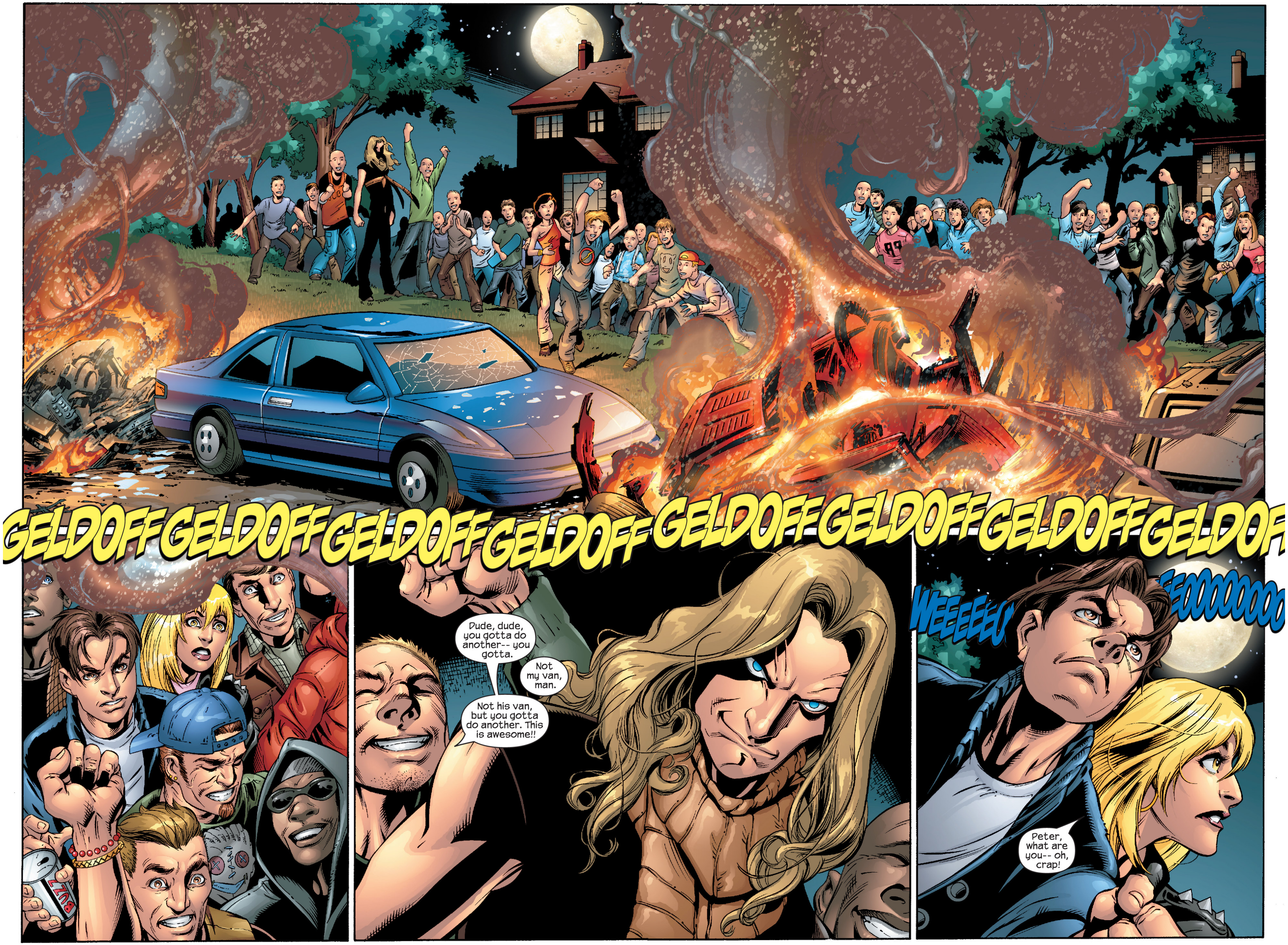
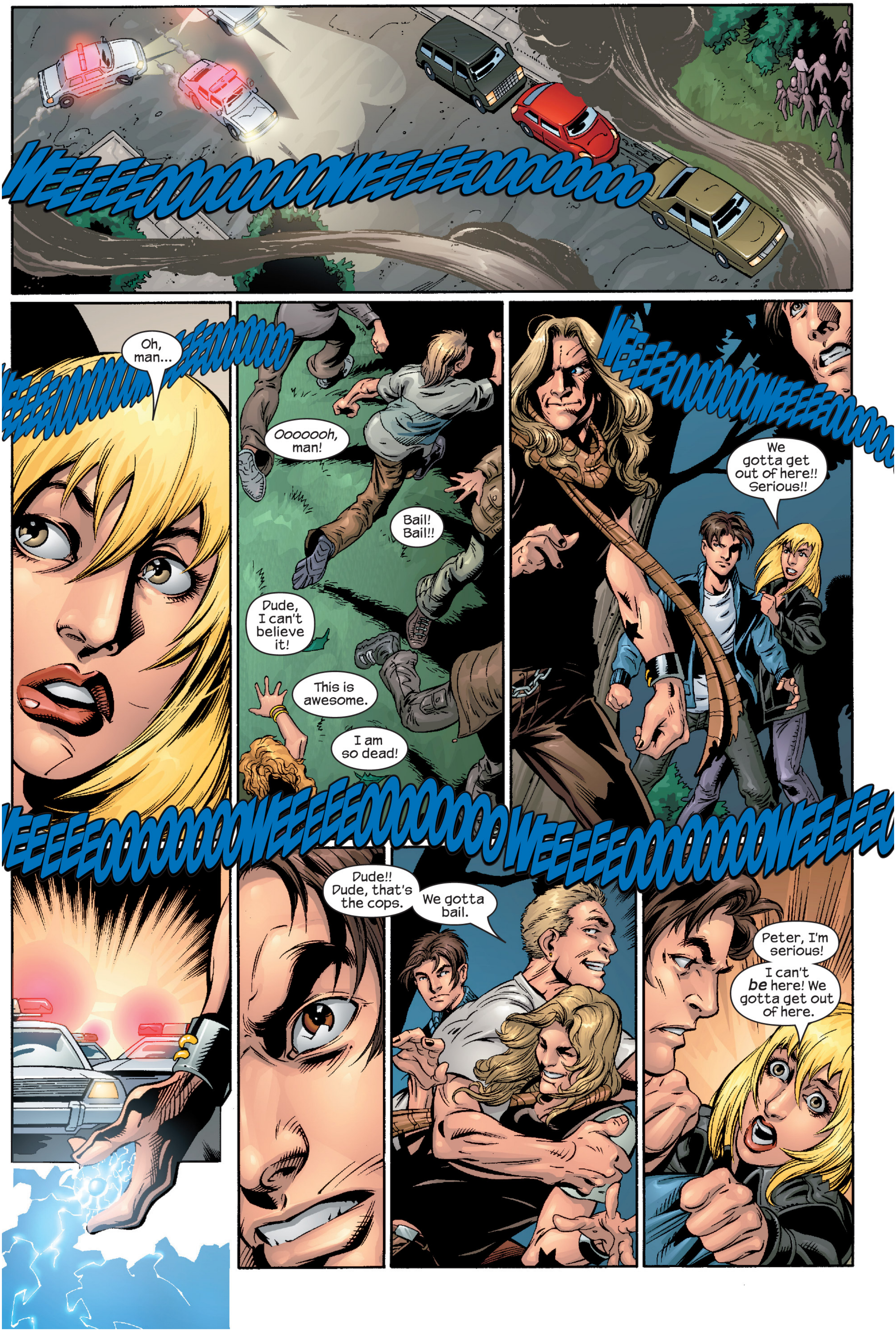
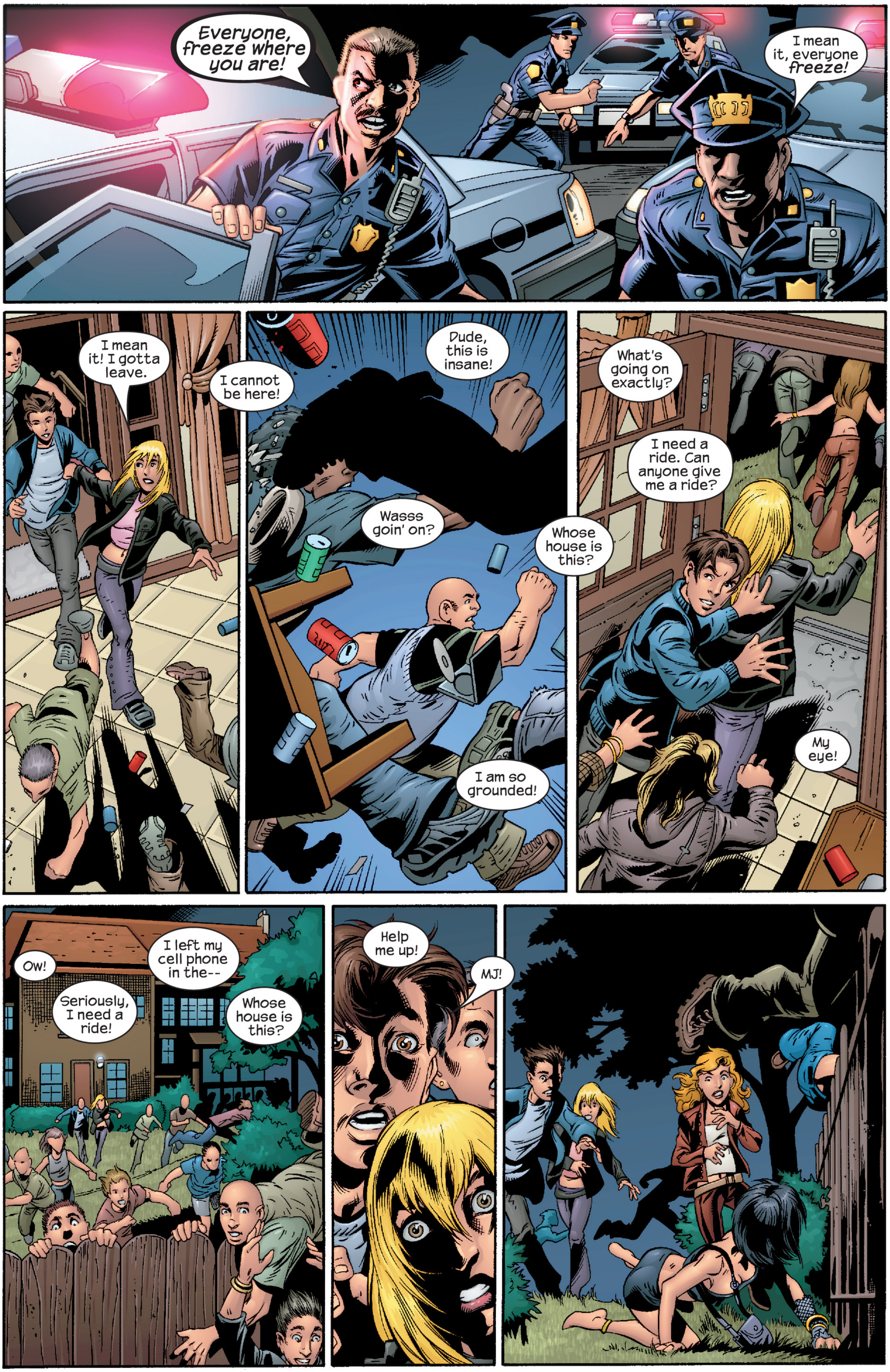
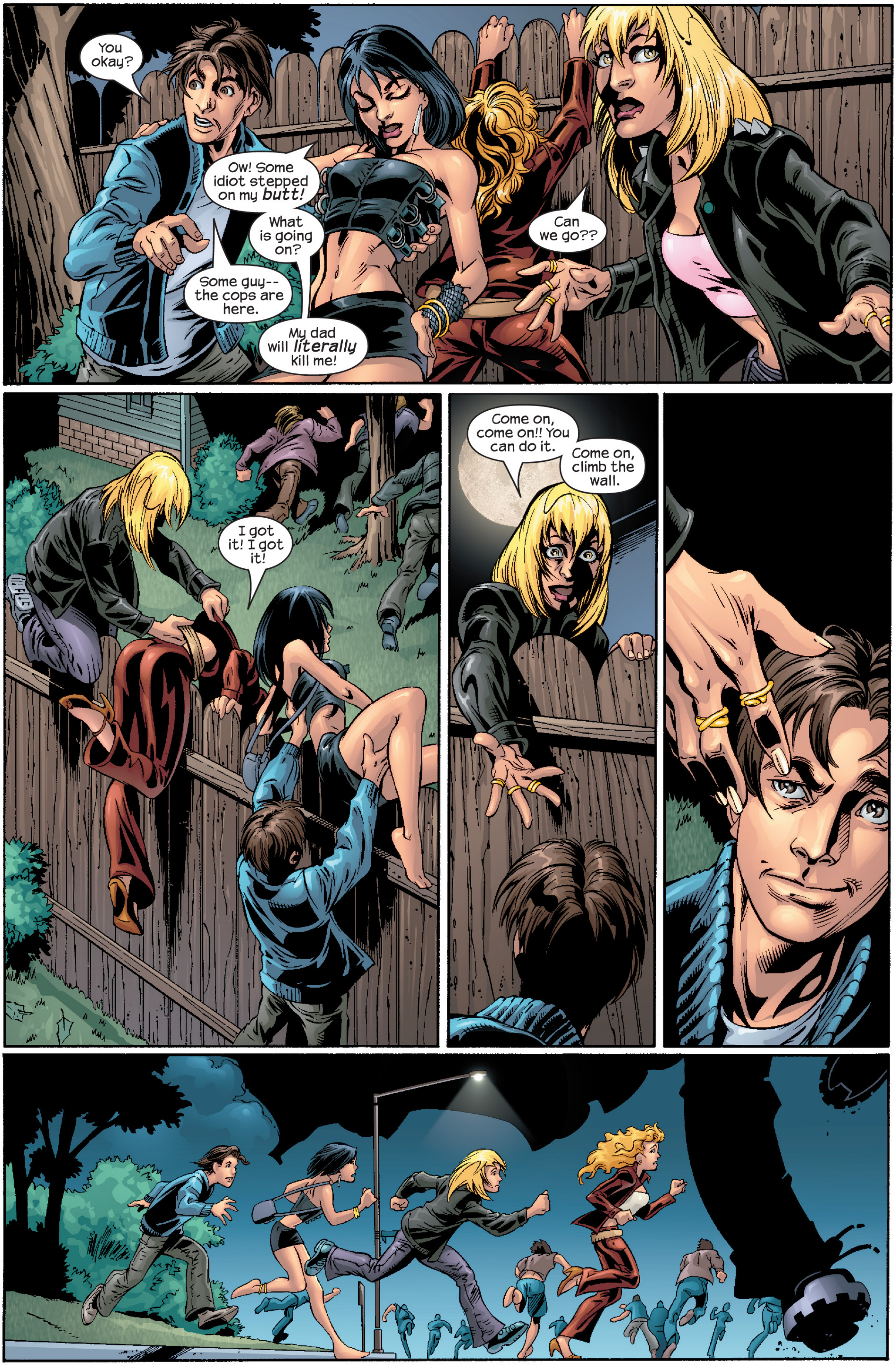
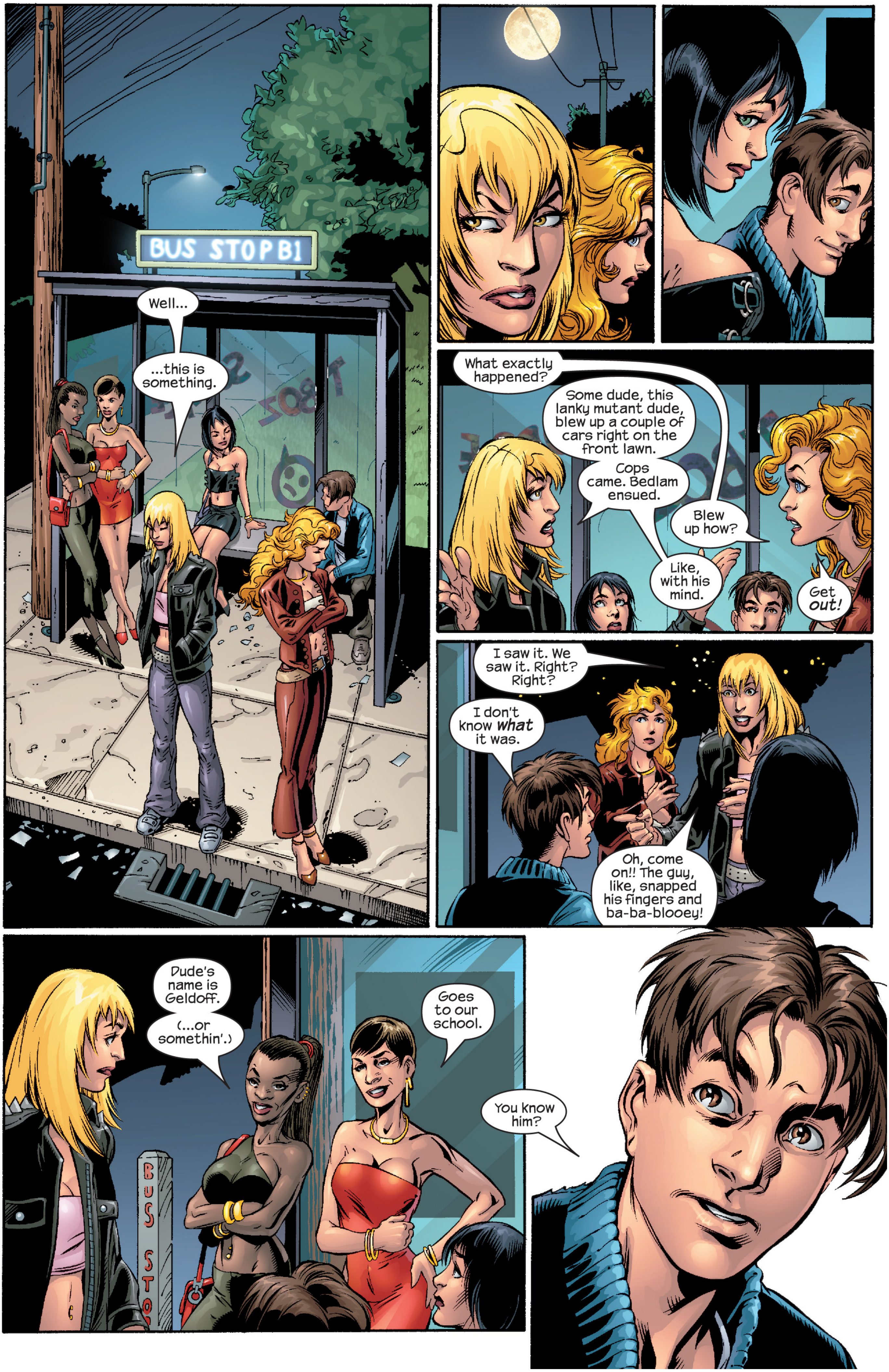
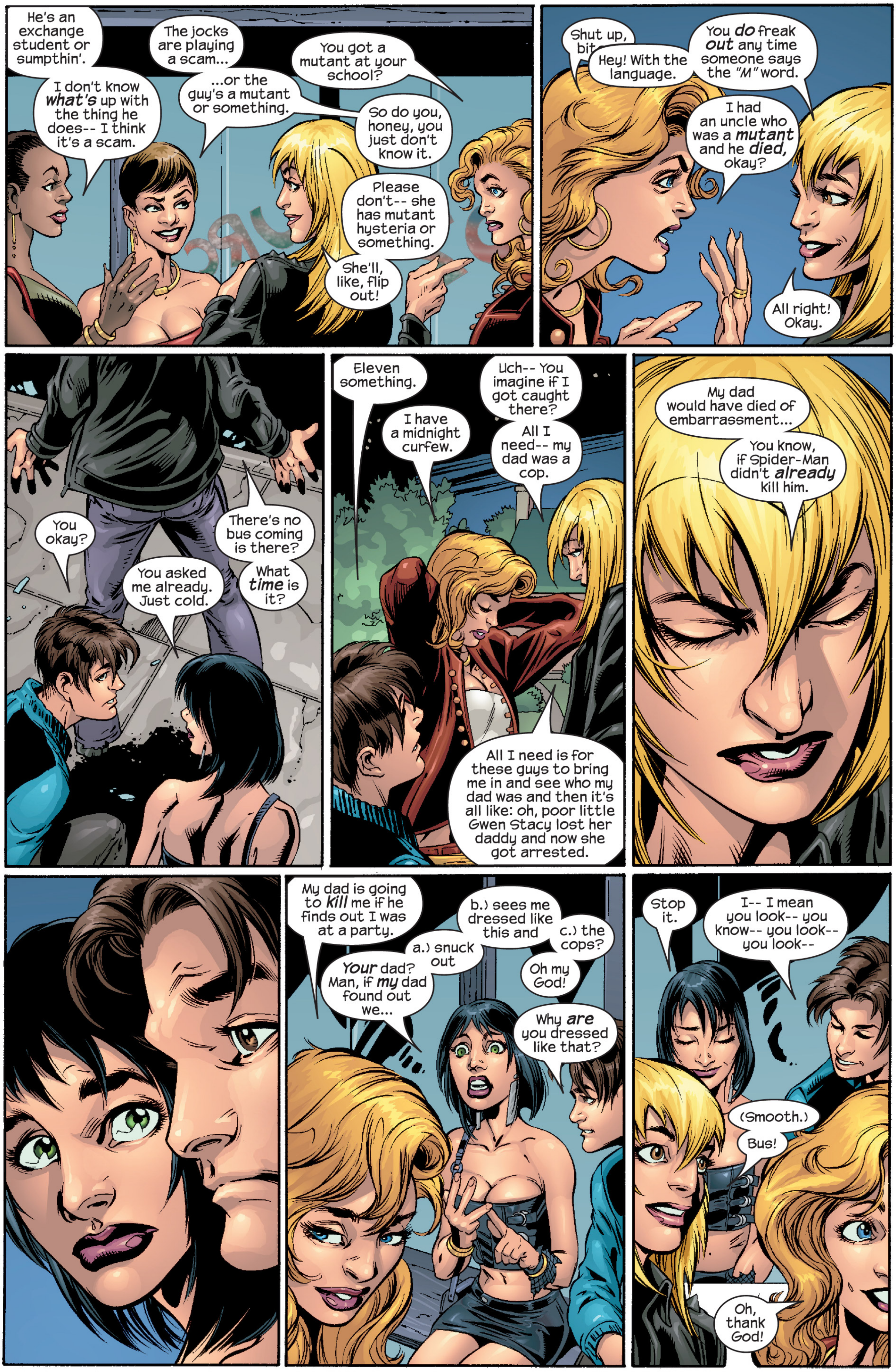

GELDOFF GELDOFF GELDOFF GELDOFF GELDOFF GELDOFF GELDOFF GELDOF
BUZZ
Dude, dude, you gotta do another-- you gotta.
Not my van, man.
Not his van, but you gotta do another. This is awesome!!
WEEEEEO
EOOOOOOOO
Peter, what are you-- oh, crap!

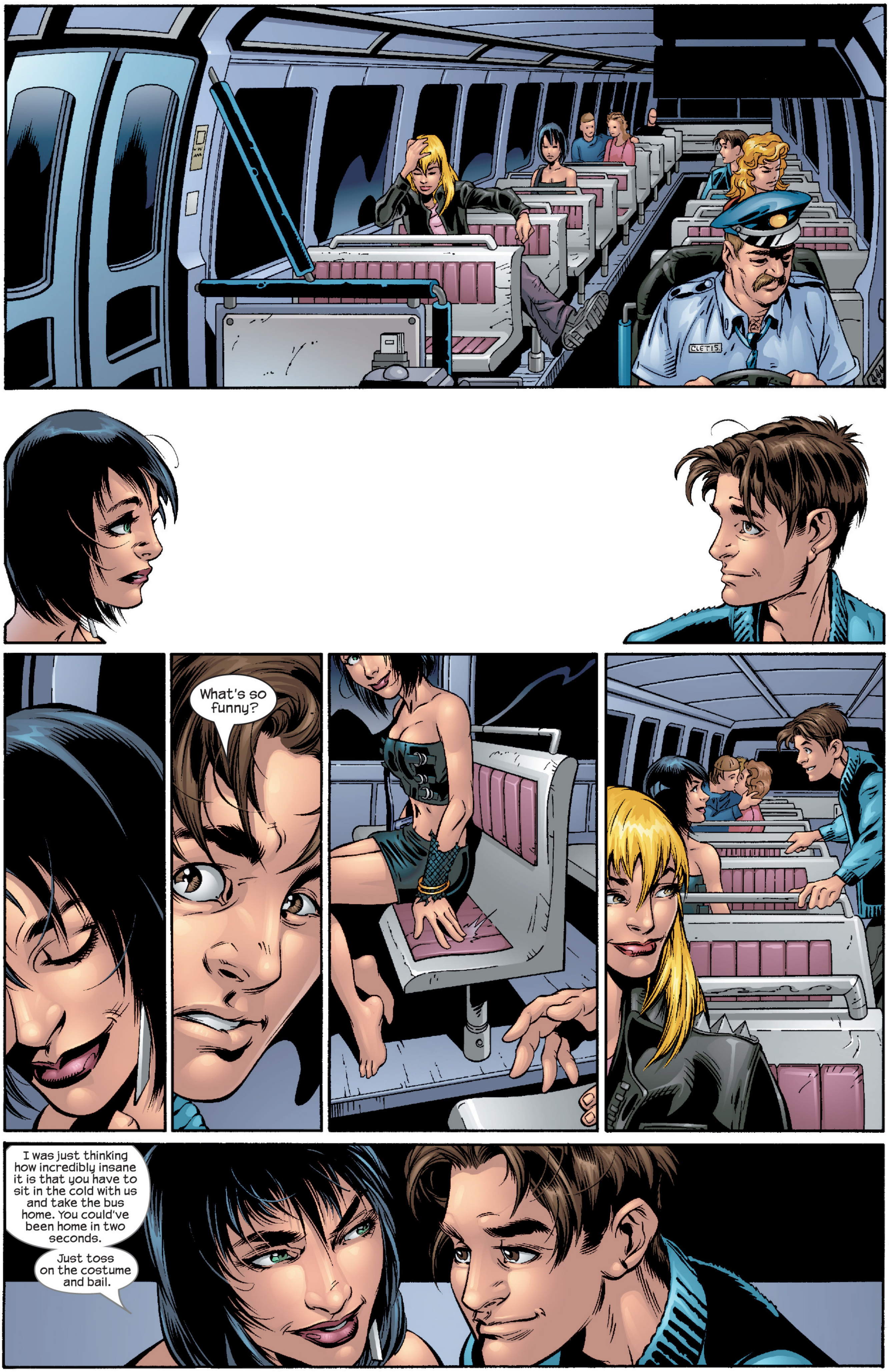

WEEEEEOOOOOOOOOWEEEEEEOOOOOOOO
Oh, man...
Ooooooh, man!
Bail! Bail!!
Dude, I can't believe it!
This is awesome.
I am so dead!
We gotta get out of here!! Serious!!
WEEEEEOOOOOOOOOWEEEEEEOOOOOOOO
Dude!! Dude, that's the cops.
We gotta bail.
Peter, I'm serious!
I can't *be* here! We gotta get out of here.

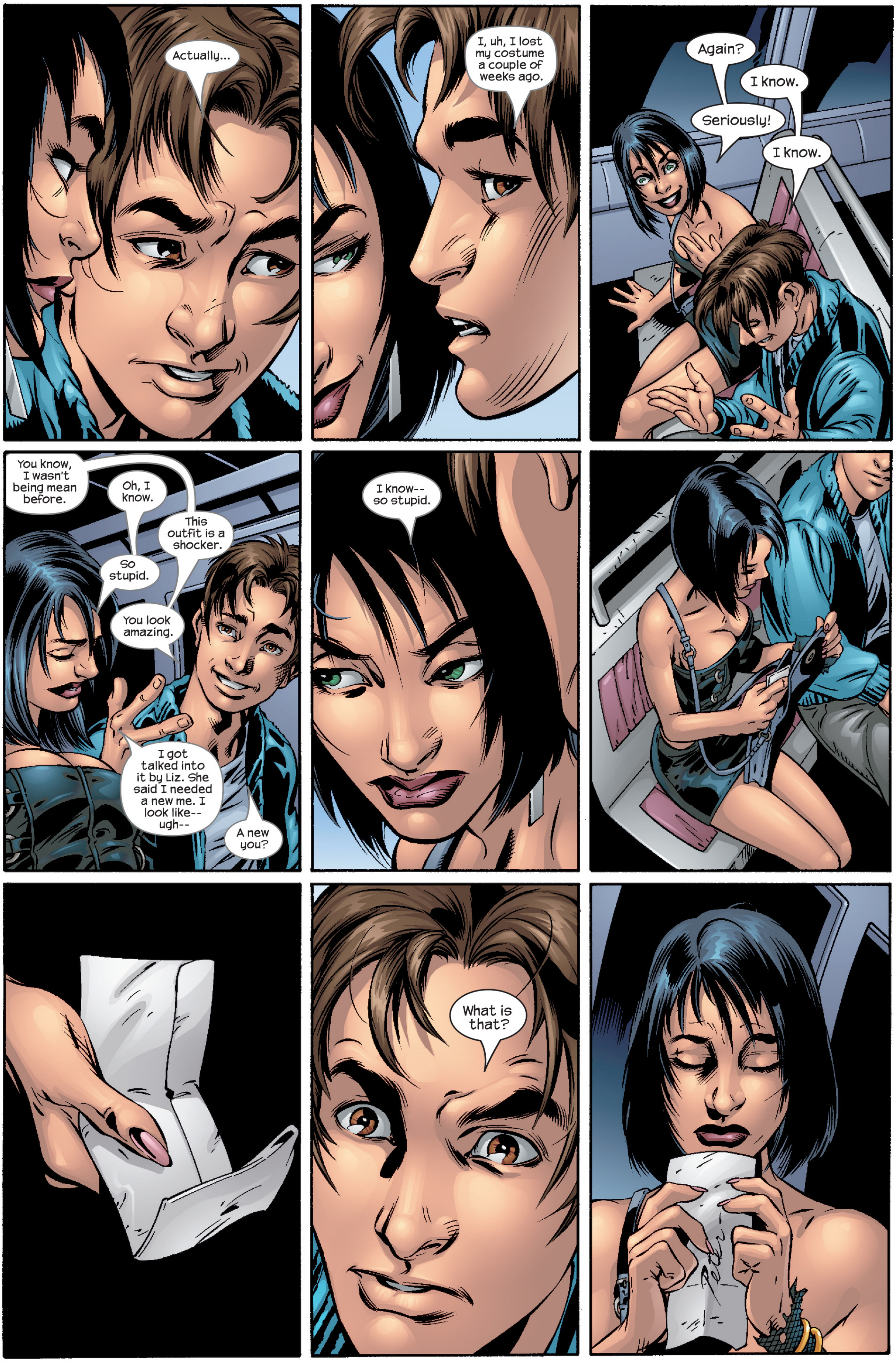

Everyone, freeze where you are!
I mean it, everyone freeze!
I mean it! I gotta leave.
I cannot be here!
Dude, this is insane!
Wasss goin' on?
Whose house is this?
I am so grounded!
What's going on exactly?
I need a ride. Can anyone give me a ride?
My eye!
Ow!
I left my cell phone in the--
Seriously, I need a ride!
Whose house is this?
Help me up!
MJ!

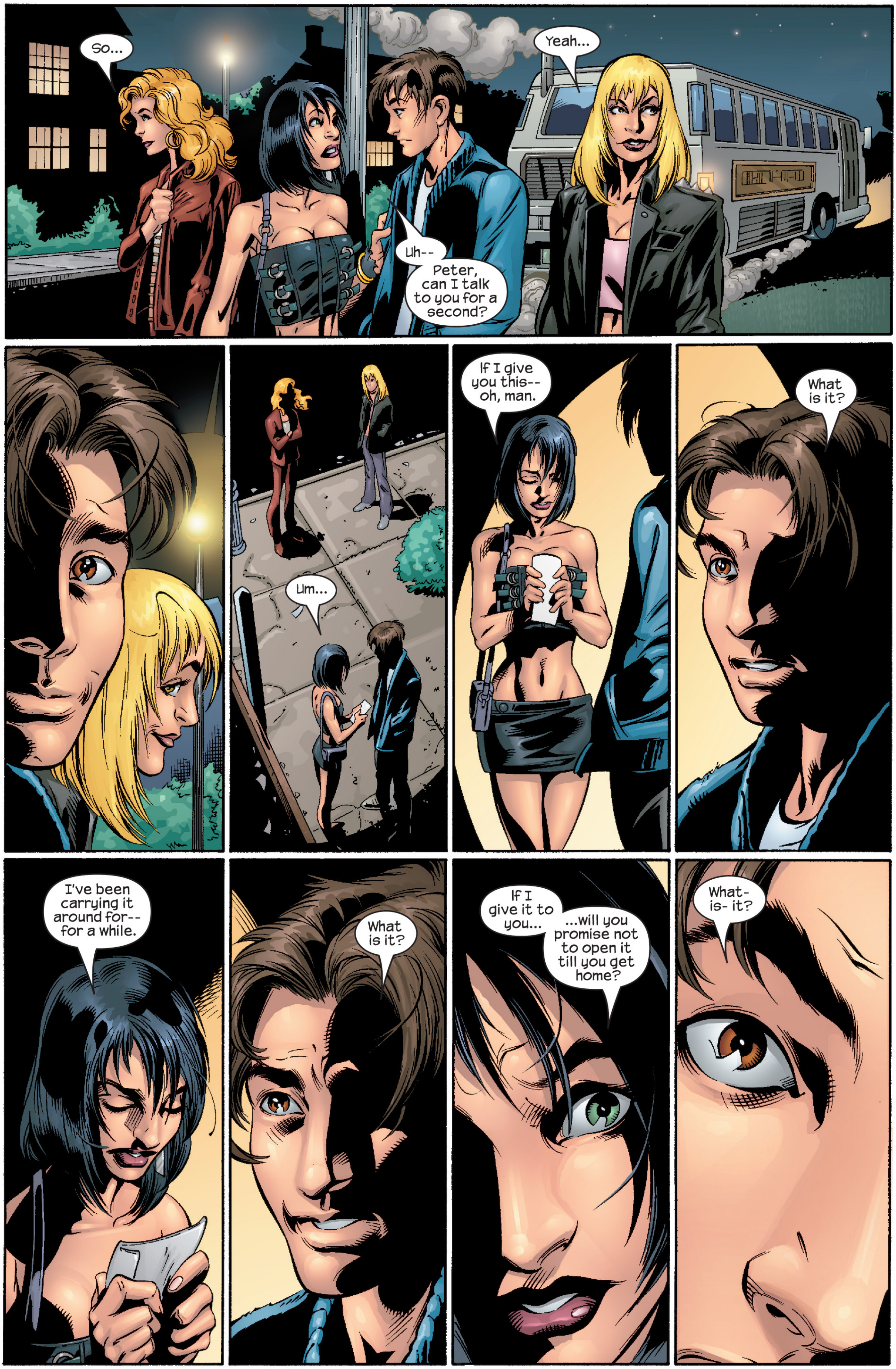

You okay?
Ow! Some idiot stepped on my *butt!*
What is going on?
Some guy-- the cops are here.
My dad will *literally* kill me!
Can we go??
I got it! I got it!
Come on, come on!! You can do it.
Come on, climb the wall.

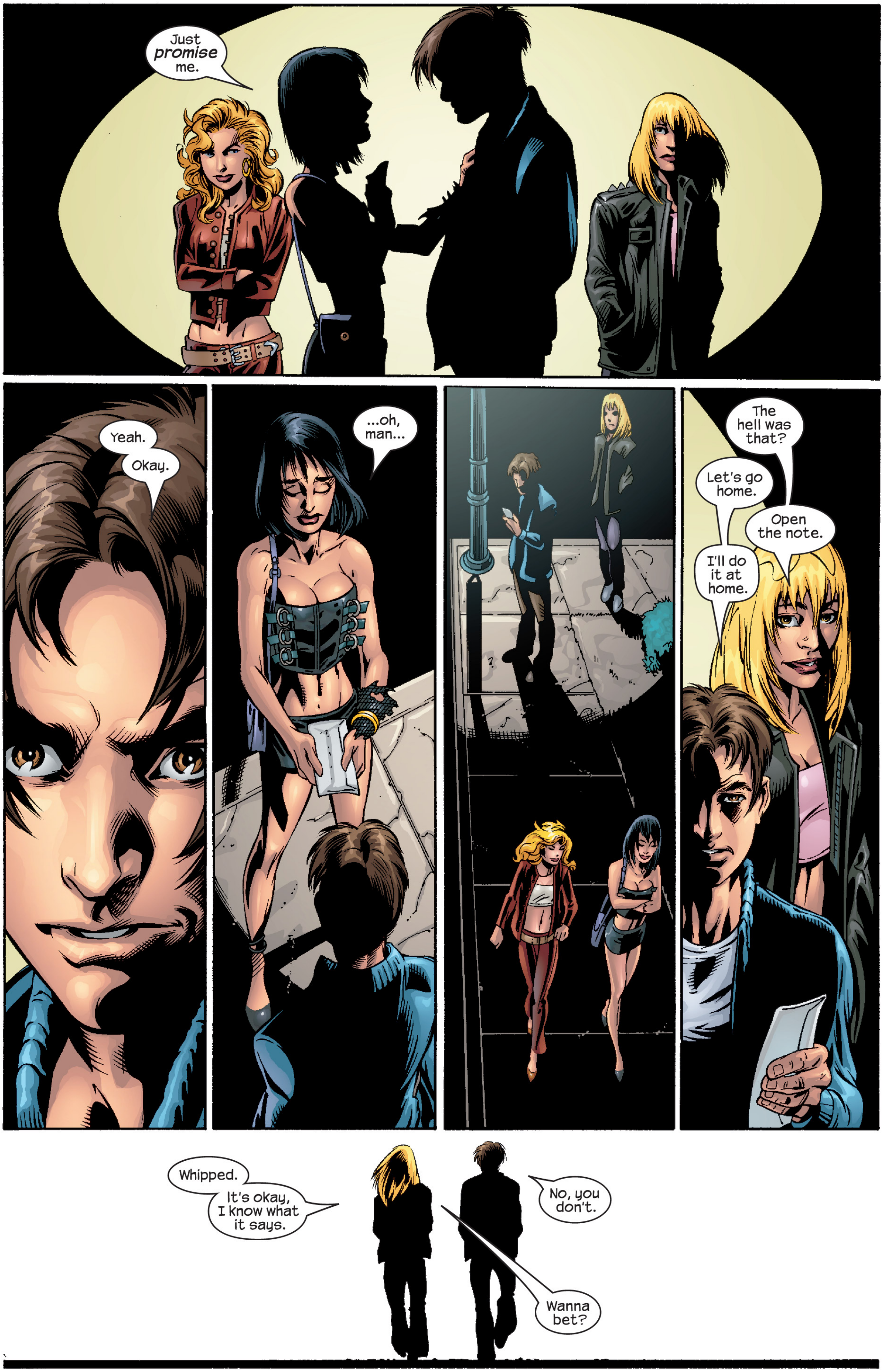

BUS STOP B1
Well...
...this is something.
What exactly happened?
Some dude, this lanky mutant dude, blew up a couple of cars right on the front lawn.
Cops came. Bedlam ensued.
Blew up how?
Like, with his mind.
Get out!
I saw it. We saw it. Right? Right?
I don't know what it was.
Oh, come on!! The guy, like, snapped his fingers and ba-ba-blooey!
Dude's name is Geldoff.
(...or somethin'.)
BUS STO
Goes to our school.
You know him?

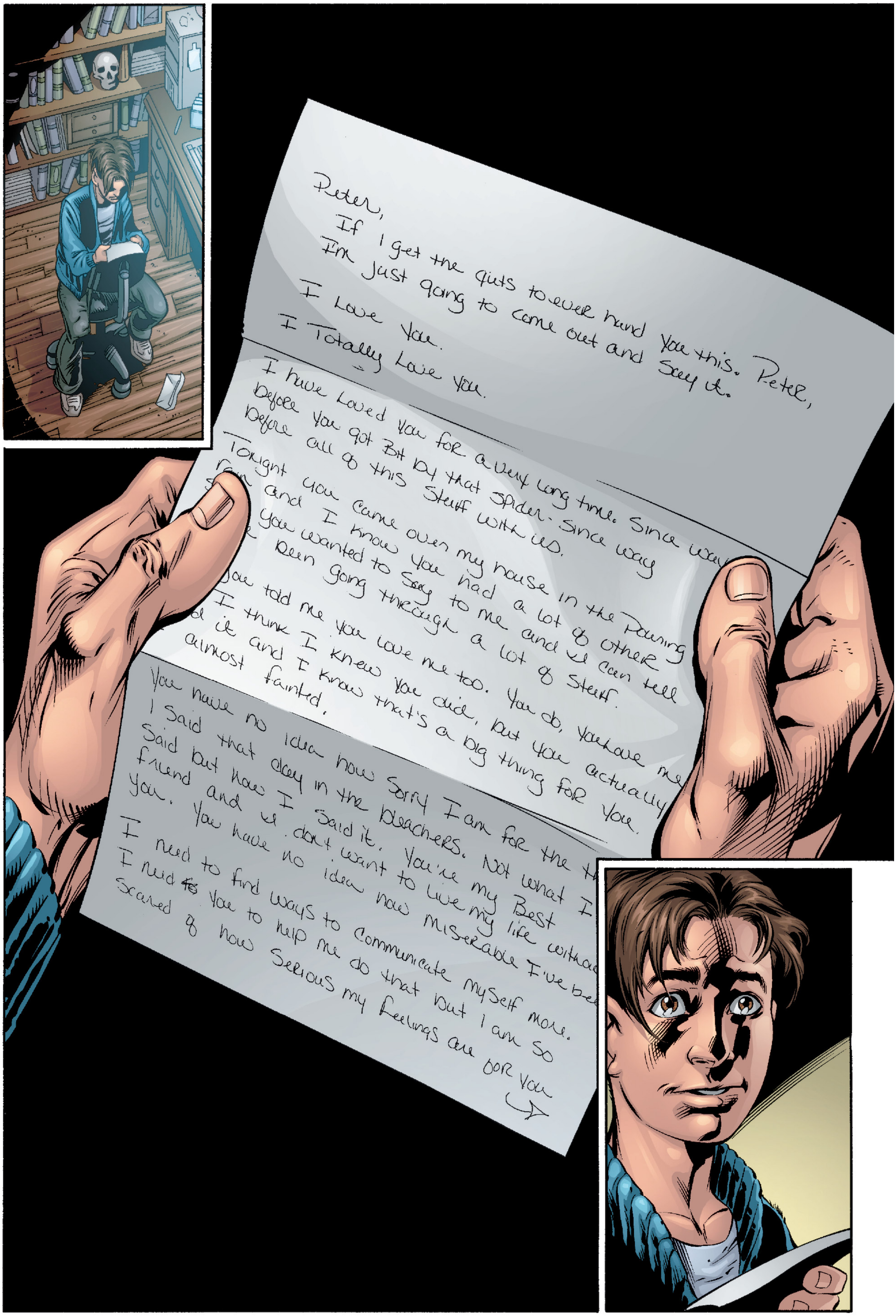

He's an exchange student or sumpthin'.
I don't know *what's* up with the thing he does-- I think it's a scam.
The jocks are playing a scam...
...or the guy's a mutant or something.
You got a mutant at your school?
So do you, honey, you just don't know it.
Please don't-- she has mutant hysteria or something.
She'll, like, flip out!
Shut up, bit
Hey! With the language.
You *do* freak *out* any time someone says the "M" word.
I had an uncle who was a *mutant* and he *died*, okay?
All right! Okay.
You okay?
You asked me already. Just cold.
There's no bus coming is there?
What *time* is it?
Eleven something.
I have a midnight curfew.
Uch-- You imagine if I got caught there?
All I need-- my dad was a cop.
All I need is for these guys to bring me in and see who my dad was and then it's all like: oh, poor little Gwen Stacy lost her daddy and now she got arrested.
My dad would have died of embarrassment...
You know, if Spider-Man didn't *already* kill him.
My dad is going to *kill* me if he finds out I was at a party.
Your dad? Man, if *my* dad found out we...
a.) snuck out
b.) sees me dressed like this and
c.) the cops?
Oh my God!
Why *are* you dressed like that?
Stop it.
I-- I mean you look-- you know-- you look-- you look--
(Smooth.)
Bus!
Oh, thank God!


CLETIS
What's so funny?
I was just thinking how incredibly insane it is that you have to sit in the cold with us and take the bus home. You could've been home in two seconds.
Just toss on the costume and bail.

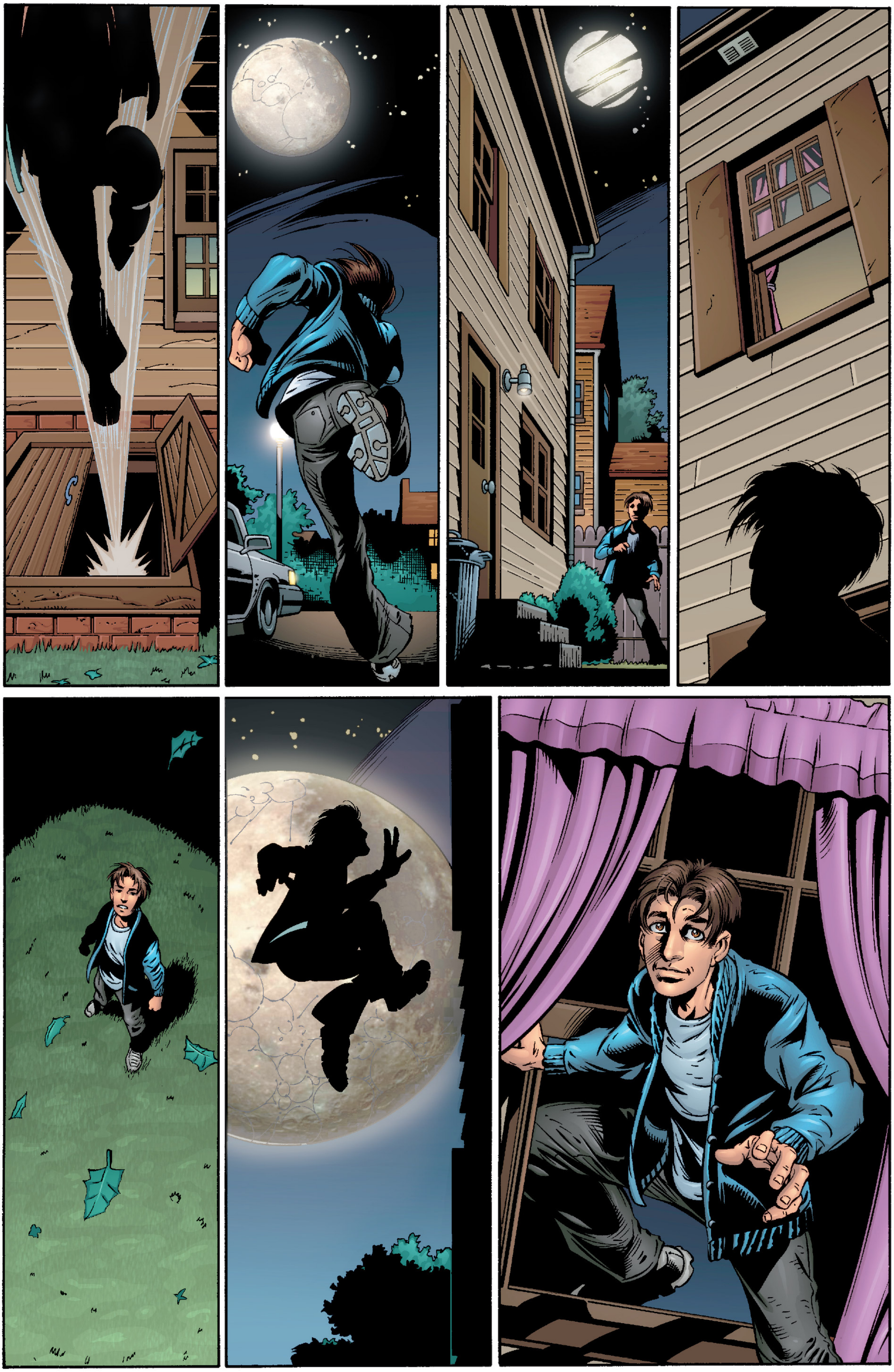

Actually...
I, uh, I lost my costume a couple of weeks ago.
Again?
I know.
Seriously!
I know.
You know, I wasn't being mean before.
Oh, I know.
This outfit is a shocker.
So stupid.
You look amazing.
I got talked into it by Liz. She said I needed a new me. I look like-- ugh--
A new you?
I know-- so stupid.
What is that?

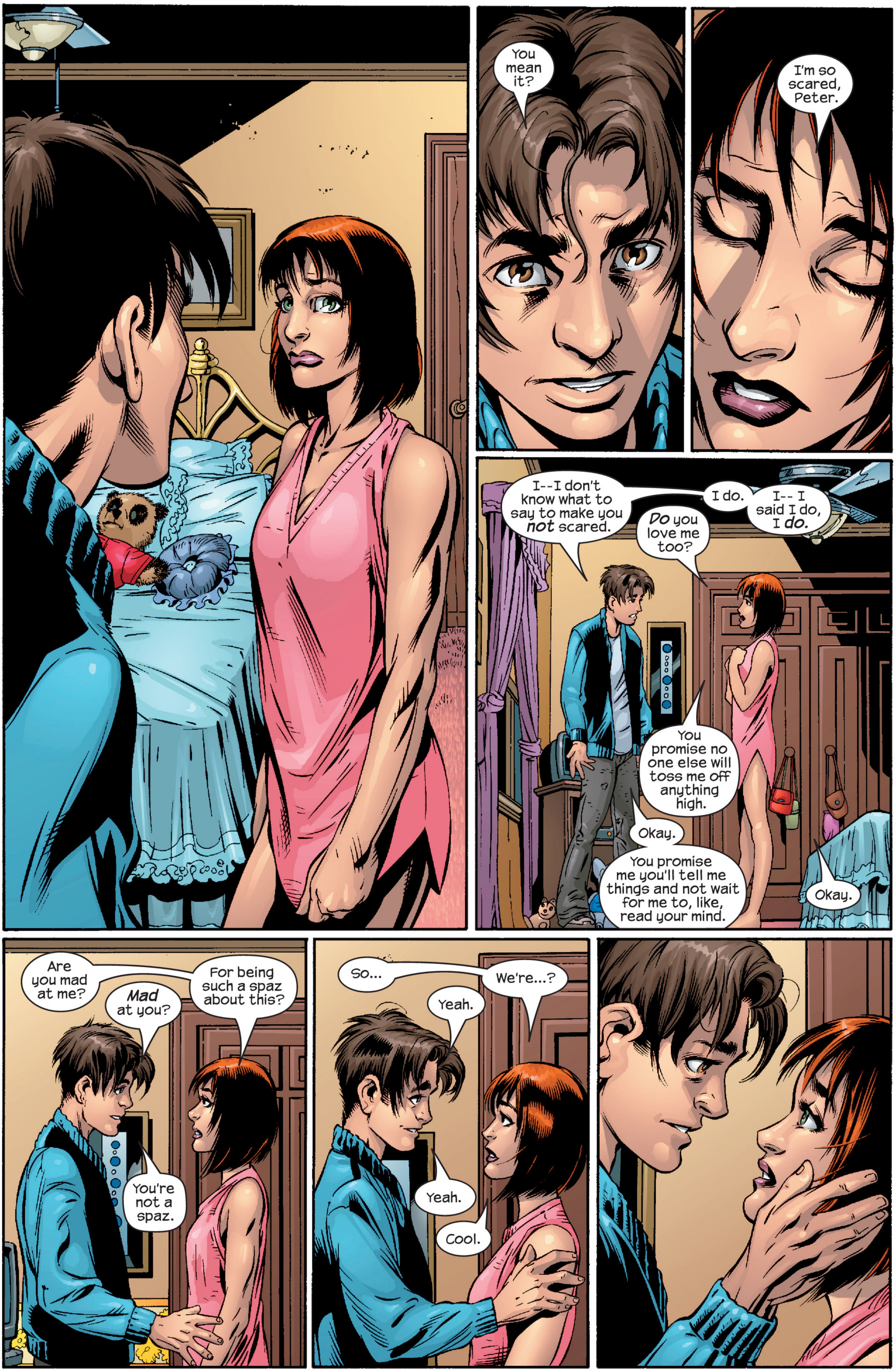

So...
Yeah...
Uh--
Peter, can I talk to you for a second?
Um...
If I give you this-- oh, man.
What is it?
I've been carrying it around for-- for a while.
What is it?
If I give it to you...
...will you promise not to open it till you get home?
What- is- it?

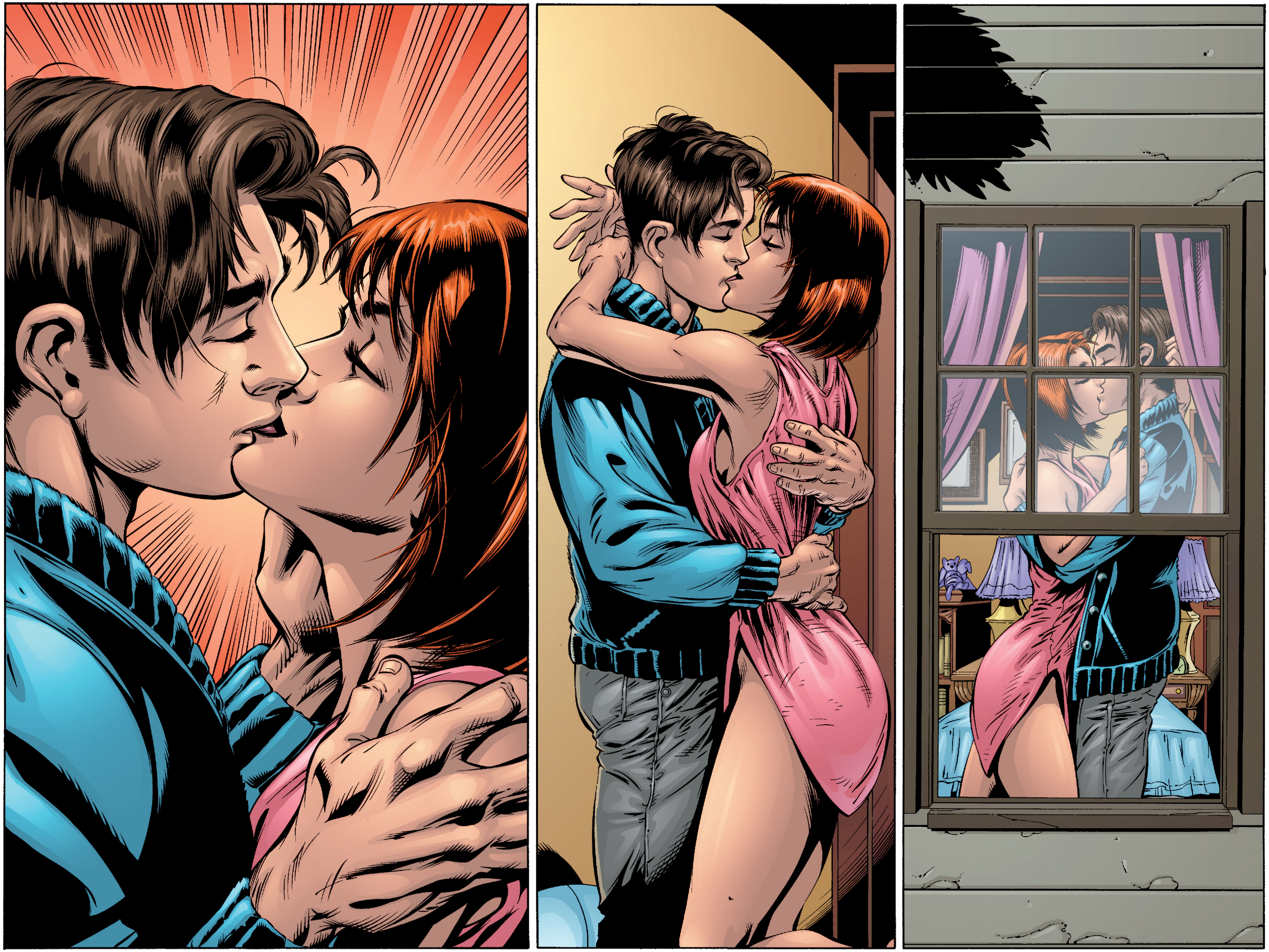

Just *promise* me.
Yeah.
Okay.
...oh, man...
The hell was that?
Let's go home.
Open the note.
I'll do it at home.
Whipped.
It's okay, I know what it says.
No, you don't.
Wanna bet?

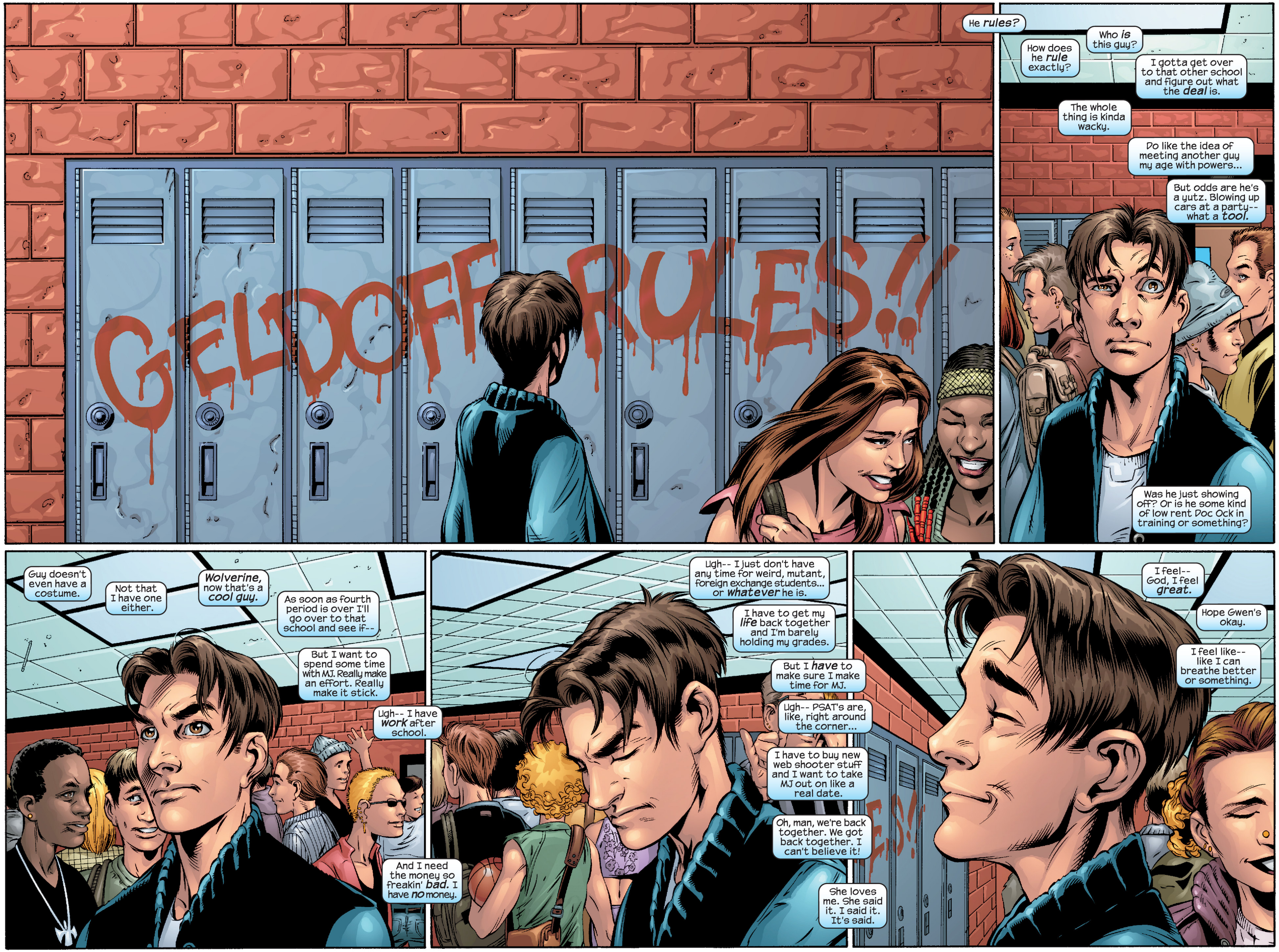


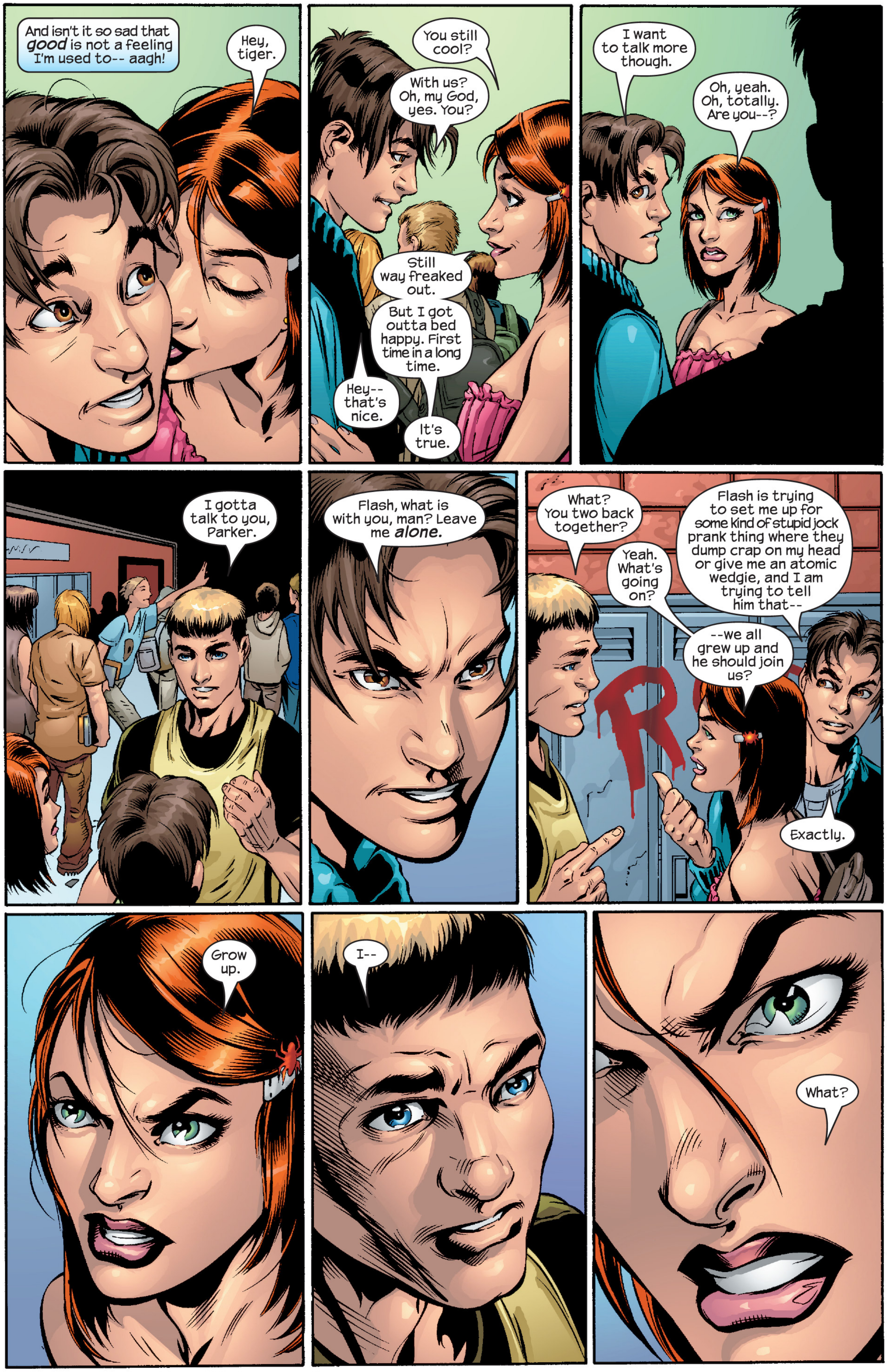
Peter,
If I get the guts to ever hand you this. Peter,
I'm just going to come out and say it.
I Love You.
I Totally Love You.
I have Loved you for a very long time. Since way
Before you got Bit by that spider. Since way
Before all of this stuff with us.
Tonight you came over my house in the pouring
and I know you had a lot of other
you wanted to say to me and I can tell
been going through a lot of stuff.
You told me you love me too. You do, you love me
I think I knew you did, but you actually
it and I know that's a big thing for you.
almost fainted.
You have no idea how sorry I am for the th
I said that day in the bleachers. Not what I
Said but how I said it. You're my Best
friend and I don't want to live my life withou
you. You have no idea how miserable I've be
I need to find ways to communicate myself more.
I need ~~to~~ you to help me do that but I am so
Scared of how serious my feelings are for you

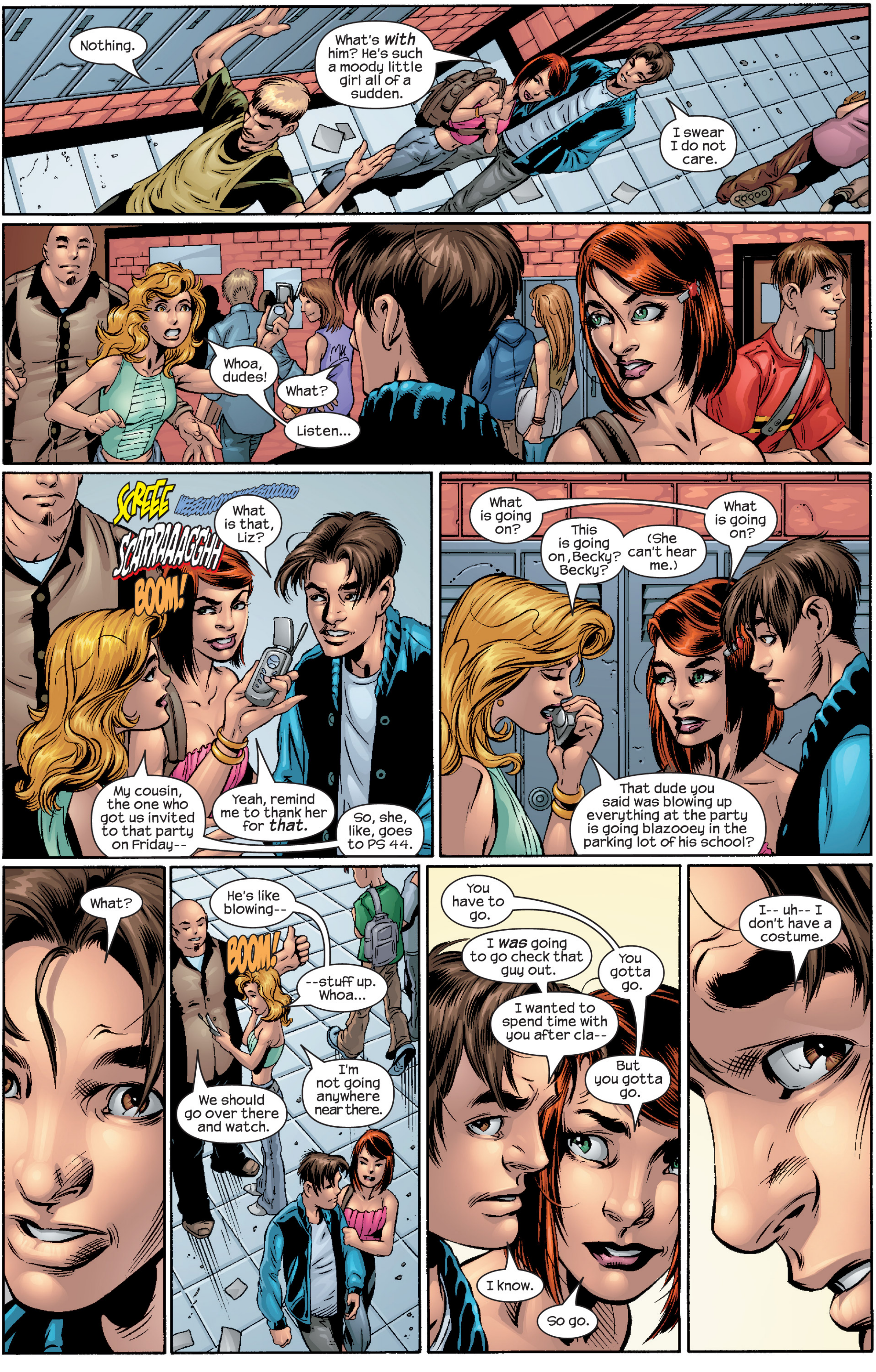


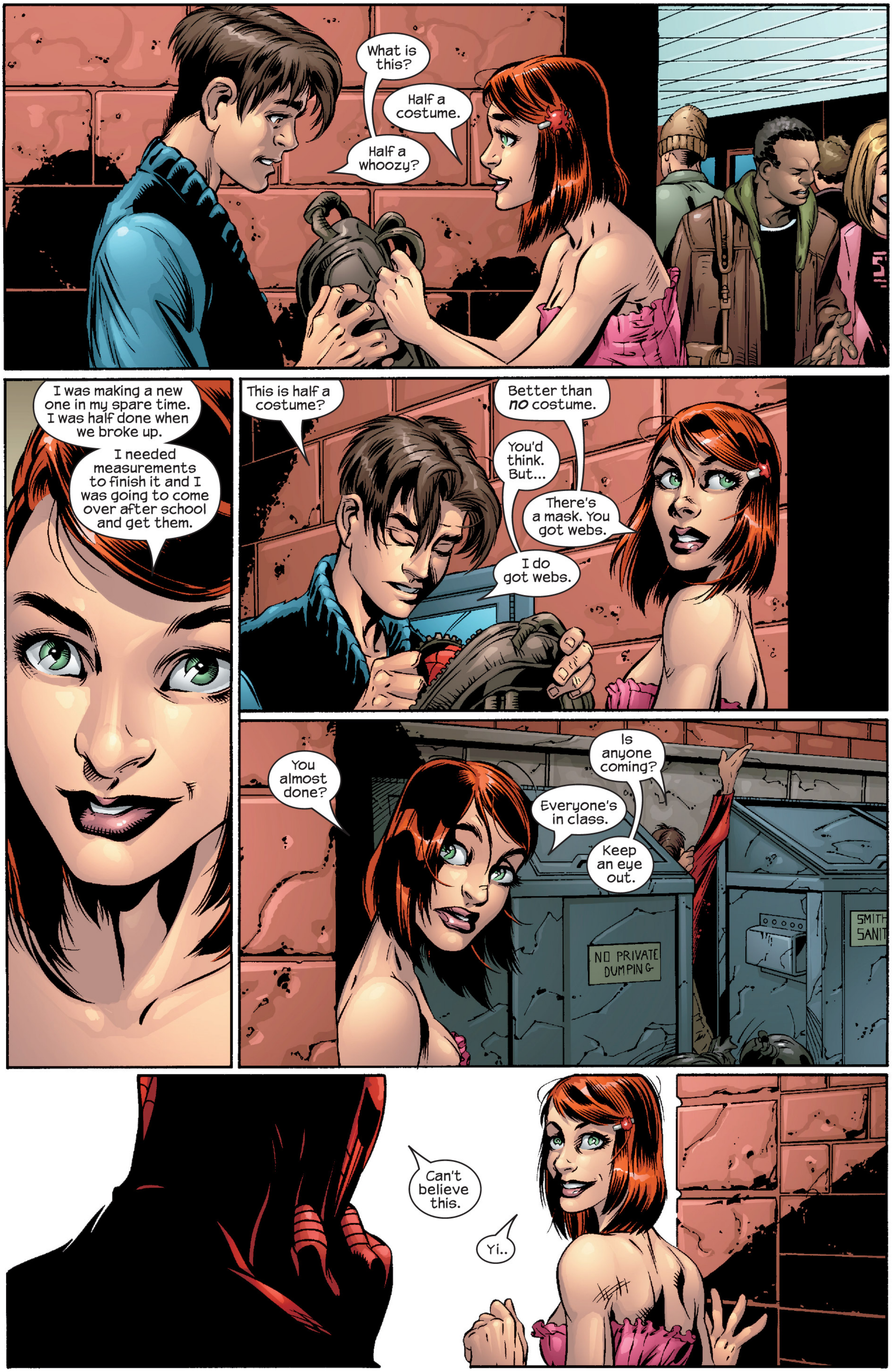

You mean it?
I'm so scared, Peter.
I--I don't know what to say to make you *not* scared.
I do.
Do you love me too?
I-- I said I do, I *do*.
You promise no one else will toss me off anything high.
Okay.
You promise me you'll tell me things and not wait for me to, like, read your mind.
Okay.
Are you mad at me?
Mad at you?
For being such a spaz about this?
You're not a spaz.
So...
We're...?
Yeah.
Yeah.
Cool.

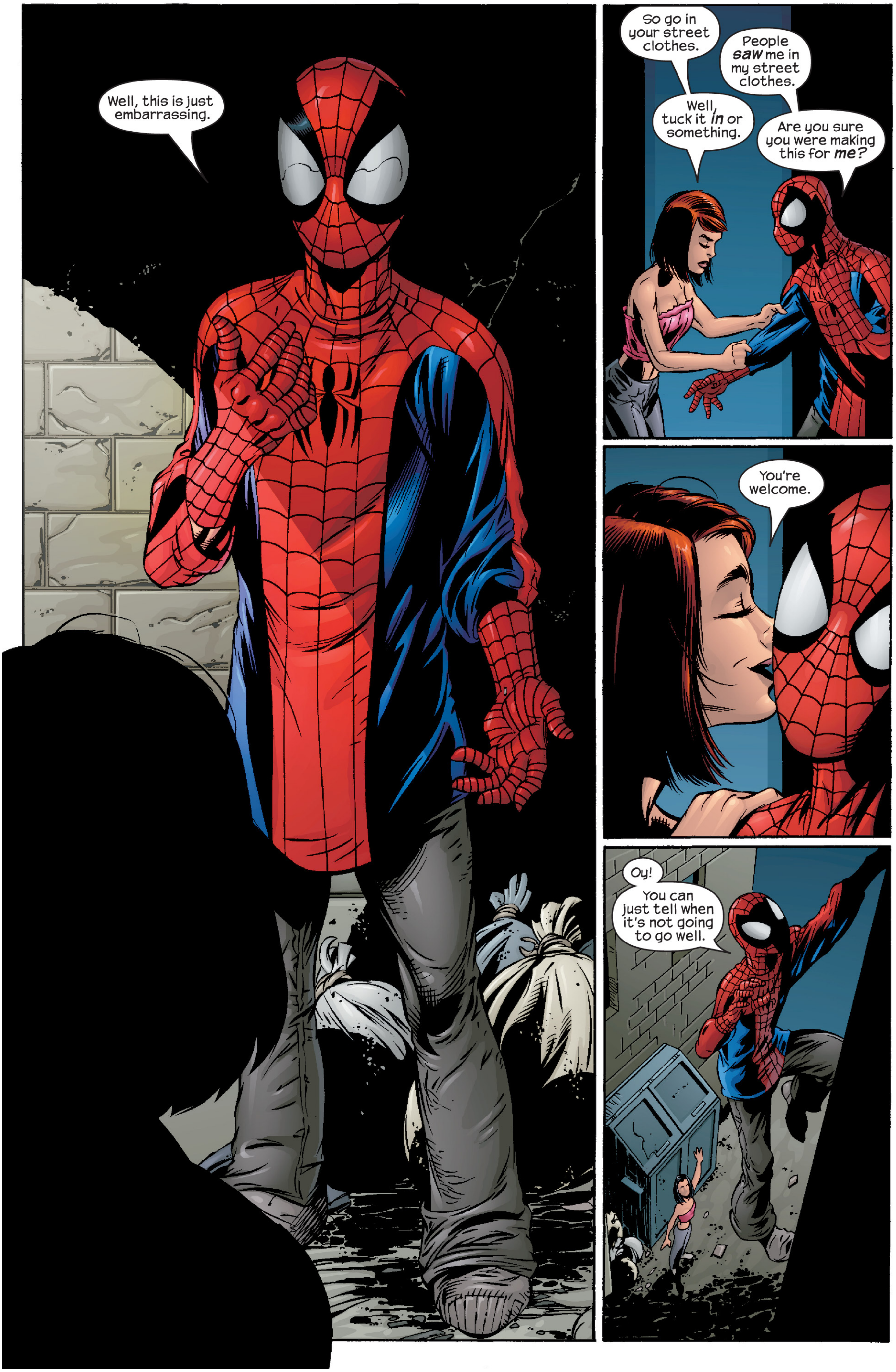



GELDOFF RULES!!
He *rules?*
How does he *rule* exactly?
Who *is* this guy?
I gotta get over to that other school and figure out what the *deal* is.
The whole thing is kinda wacky.
Do like the idea of meeting another guy my age with powers...
But odds are he's a yutz. Blowing up cars at a party-- what a *tool.*
Was he just showing off? Or is he some kind of low rent Doc Ock in training or something?
Guy doesn't even have a costume.
Not that I have one either.
Wolverine, now that's a *cool guy.*
As soon as fourth period is over I'll go over to that school and see if--
But I want to spend some time with MJ. Really make an effort. Really make it stick.
Ugh-- I have *work* after school.
And I need the money so freakin' *bad.* I have *no* money.
Ugh-- I just don't have any time for weird, mutant, foreign exchange students... or *whatever* he is.
I have to get my *life* back together and I'm barely holding my grades.
But I *have* to make sure I make time for MJ.
Ugh-- PSAT's are, like, right around the corner...
I have to buy new web shooter stuff and I want to take MJ out on like a real date.
Oh, man, we're back together. We got back together. I can't believe it!
She loves me. She said it. I said it. It's said.
I feel-- God, I feel *great.*
Hope Gwen's okay.
I feel like-- like I can breathe better or something.


And isn't it so sad that *good* is not a feeling I'm used to-- aagh!
Hey, tiger.
You still cool?
With us? Oh, my God, yes. You?
Still way freaked out.
But I got outta bed happy. First time in a long time.
Hey-- that's nice.
It's true.
I want to talk more though.
Oh, yeah. Oh, totally. Are you--?
I gotta talk to you, Parker.
Flash, what is with you, man? Leave me *alone.*
What? You two back together?
Yeah. What's going on?
Flash is trying to set me up for some kind of stupid jock prank thing where they dump crap on my head or give me an atomic wedgie, and I am trying to tell him that--
--we all grew up and he should join us?
Exactly.
Grow up.
I--
What?


Nothing.
What's *with* him? He's such a moody little girl all of a sudden.
I swear I do not care.
Whoa, dudes!
What?
Listen...
SCREEE
SCARRAAAGGHH
BOOM!
What is that, Liz?
My cousin, the one who got us invited to that party on Friday--
Yeah, remind me to thank her for *that*.
So, she, like, goes to PS 44.
What is going on?
This is going on, Becky? Becky?
(She can't hear me.)
What is going on?
That dude you said was blowing up everything at the party is going blazooey in the parking lot of his school?
What?
He's like blowing--
BOOM!
--stuff up. Whoa...
We should go over there and watch.
I'm not going anywhere near there.
You have to go.
I *was* going to go check that guy out.
You gotta go.
I wanted to spend time with you after cla--
But you gotta go.
I know.
So go.
I-- uh-- I don't have a costume.


What is this?
Half a costume.
Half a whoozy?
I was making a new one in my spare time. I was half done when we broke up.
I needed measurements to finish it and I was going to come over after school and get them.
This is half a costume?
Better than *no* costume.
You'd think. But...
There's a mask. You got webs.
I do got webs.
You almost done?
Is anyone coming?
Everyone's in class.
Keep an eye out.
NO PRIVATE DUMPING
SMITH SANIT
Can't believe this.
Yi..


Well, this is just embarrassing.
So go in your street clothes.
People *saw* me in my street clothes.
Well, tuck it *in* or something.
Are you sure you were making this for *me?*
You're welcome.
Oy!
You can just tell when it's not going to go well.

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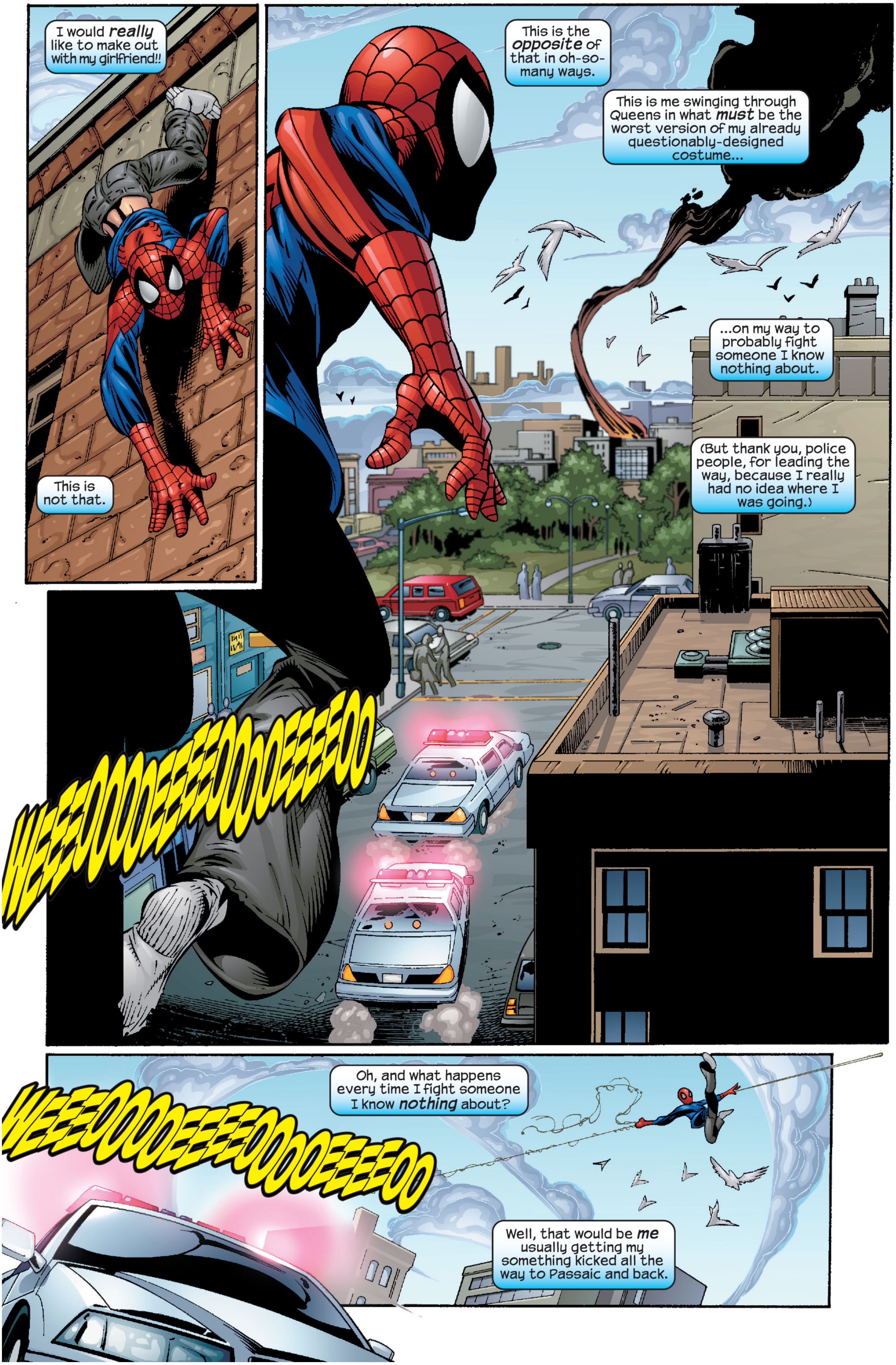
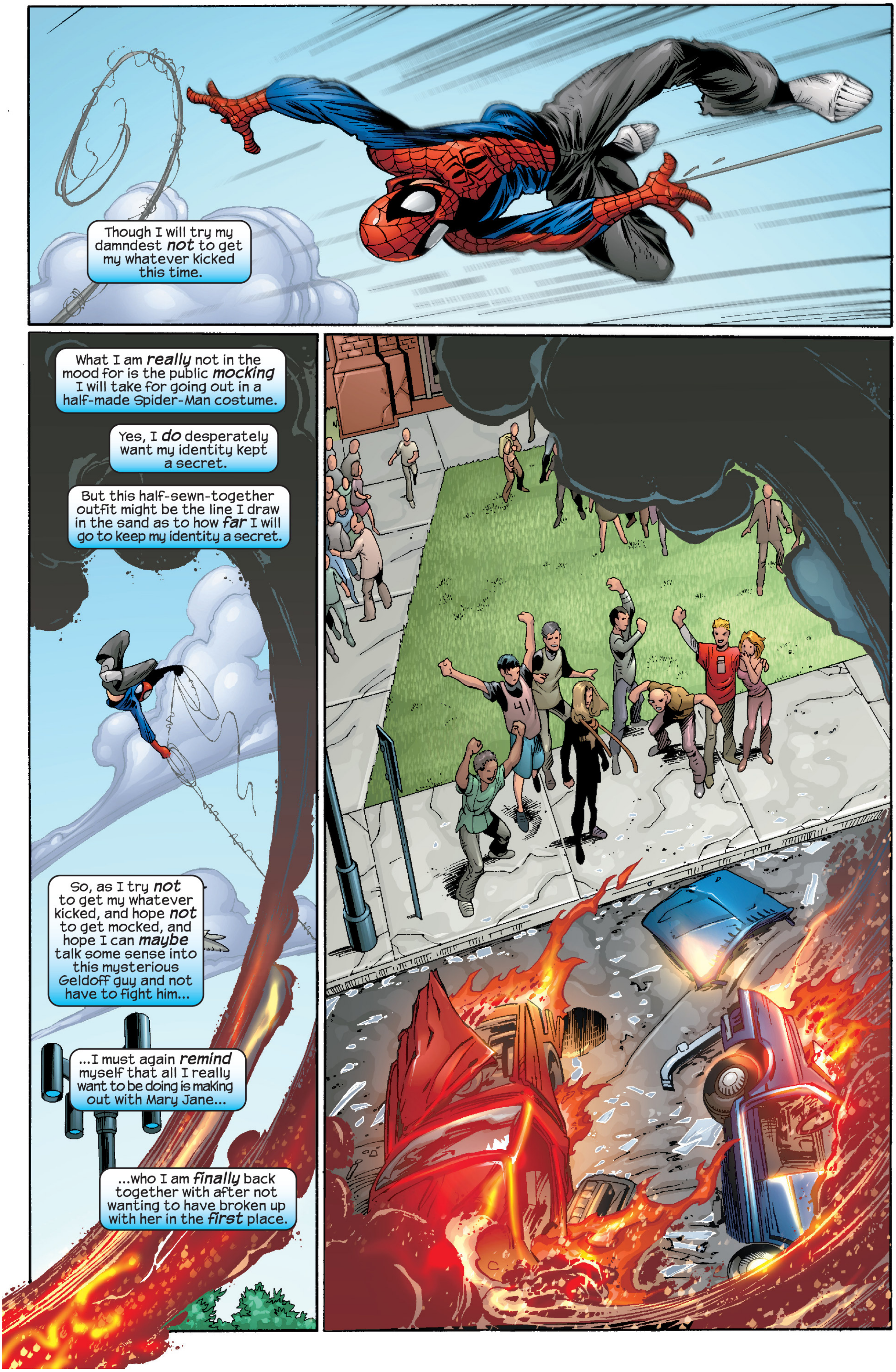
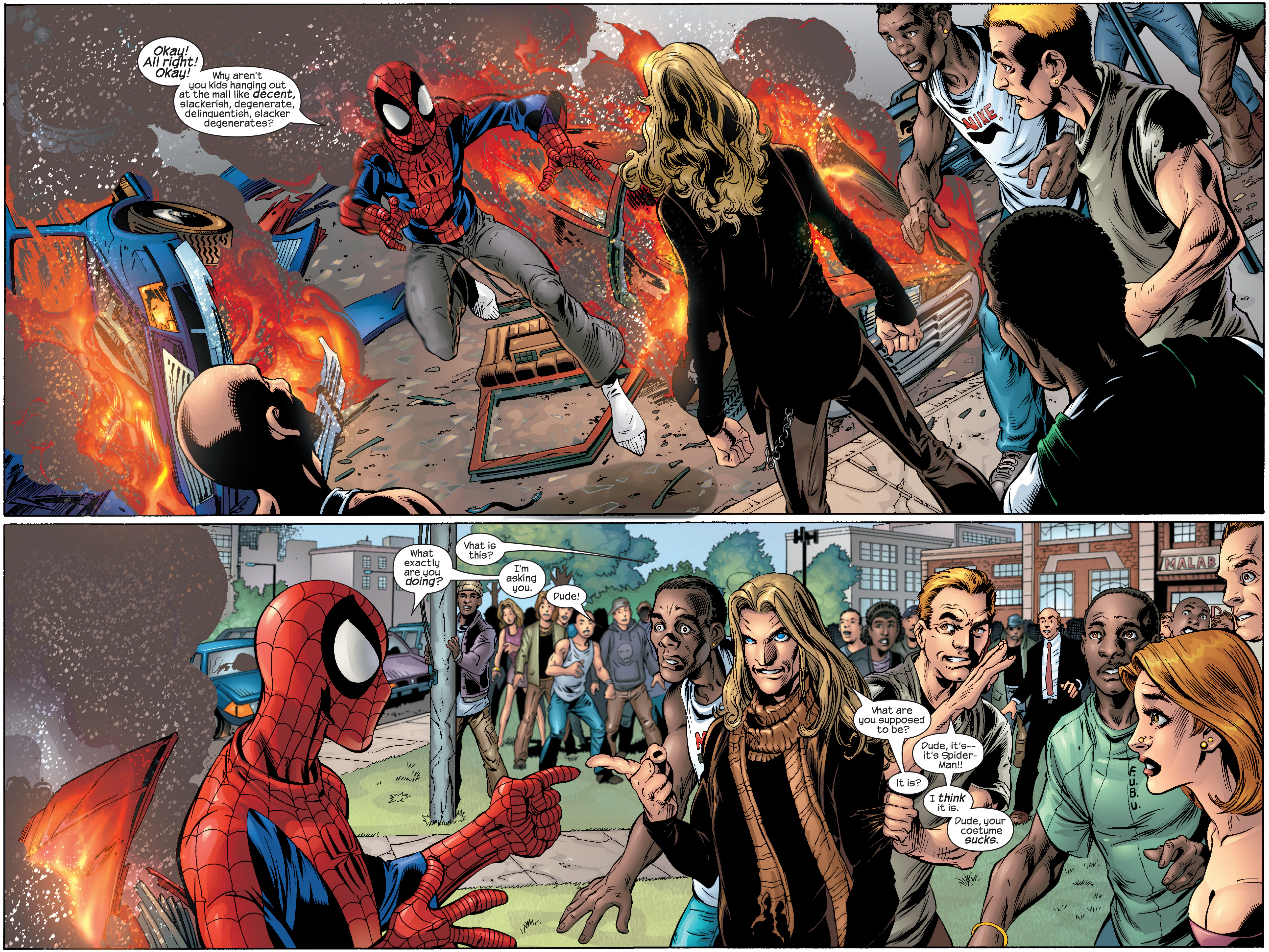
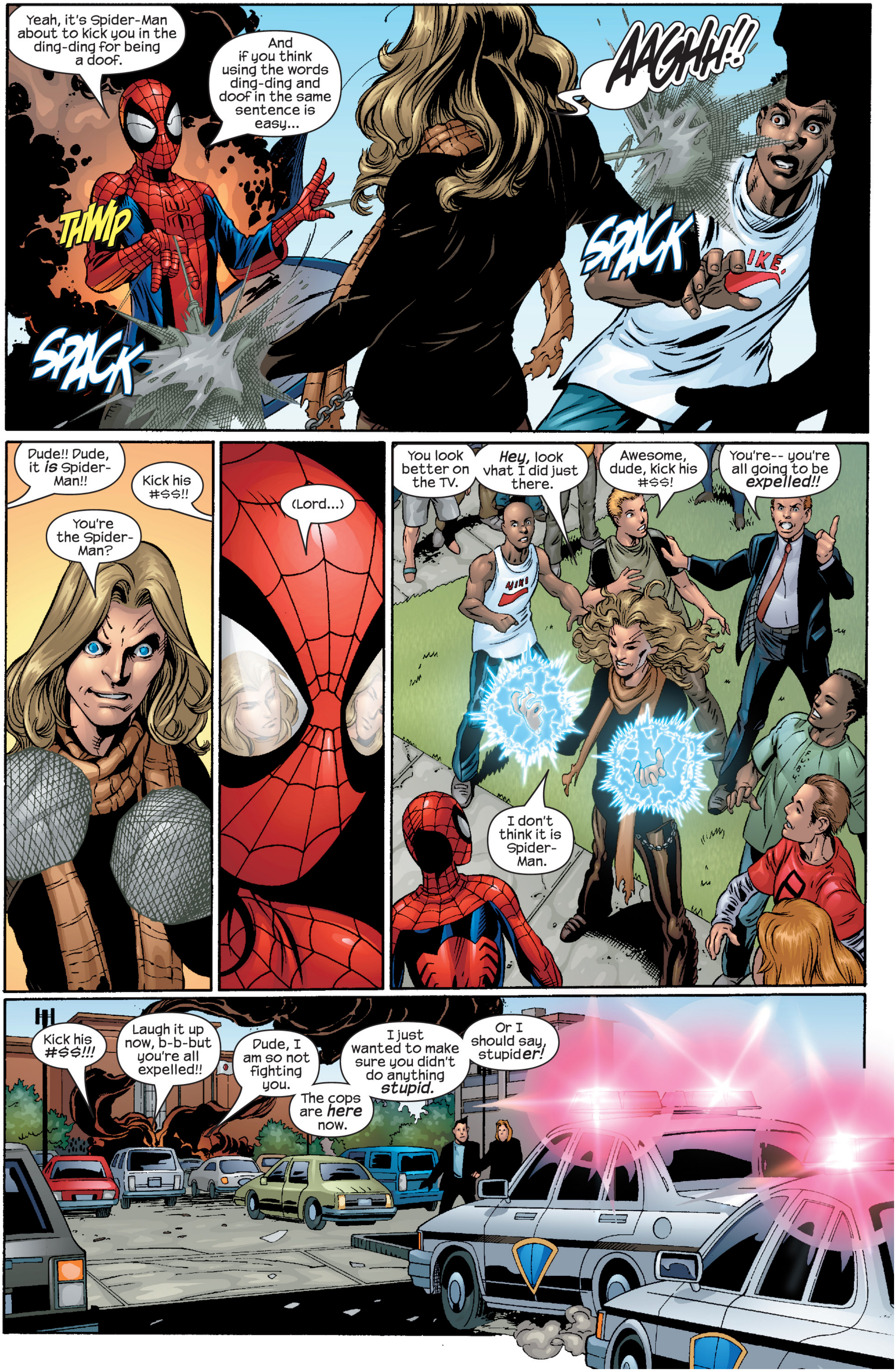
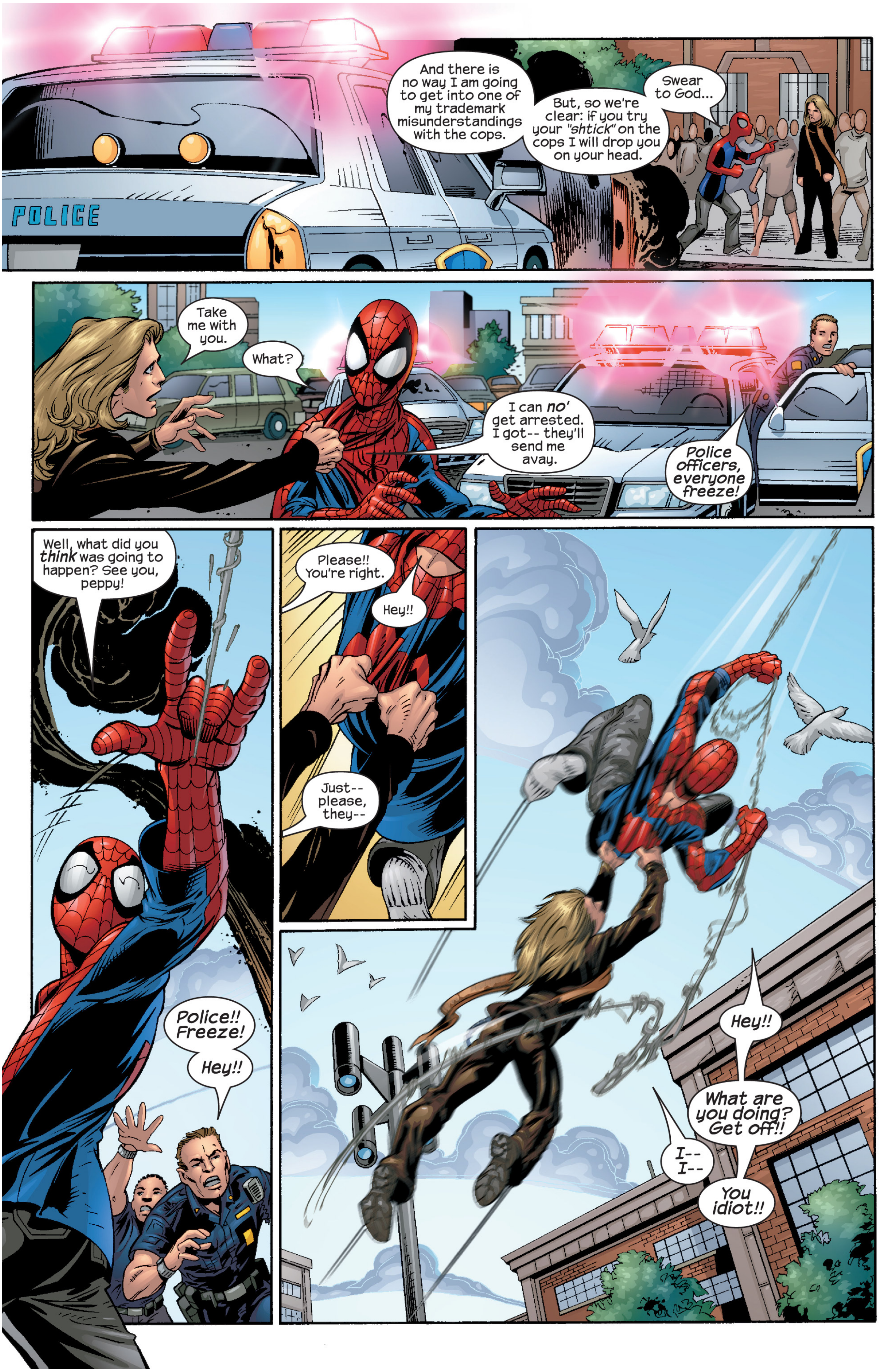
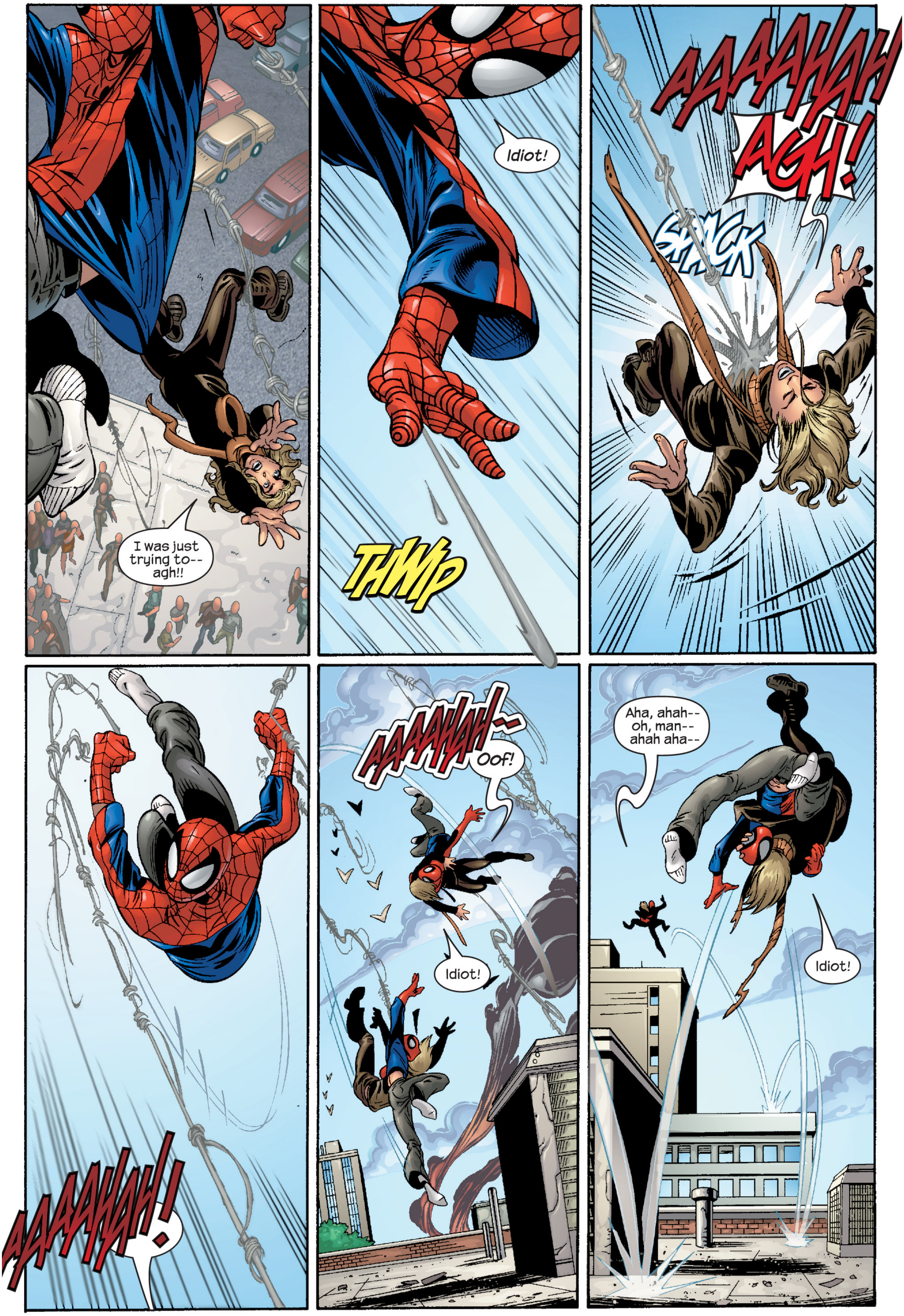

I would *really* like to make out with my girlfriend!!
This is not that.
This is the *opposite* of that in oh-so-many ways.
This is me swinging through Queens in what *must* be the worst version of my already questionably-designed costume...
...on my way to probably fight someone I know nothing about.
(But thank you, police people, for leading the way, because I really had no idea where I was going.)
WEEEOOOOEEEEOOOOEEEEOO
WEEEOOOOEEEEOOOOEEEEOO
Oh, and what happens every time I fight someone I know *nothing* about?
Well, that would be *me* usually getting my something kicked all the way to Passaic and back.

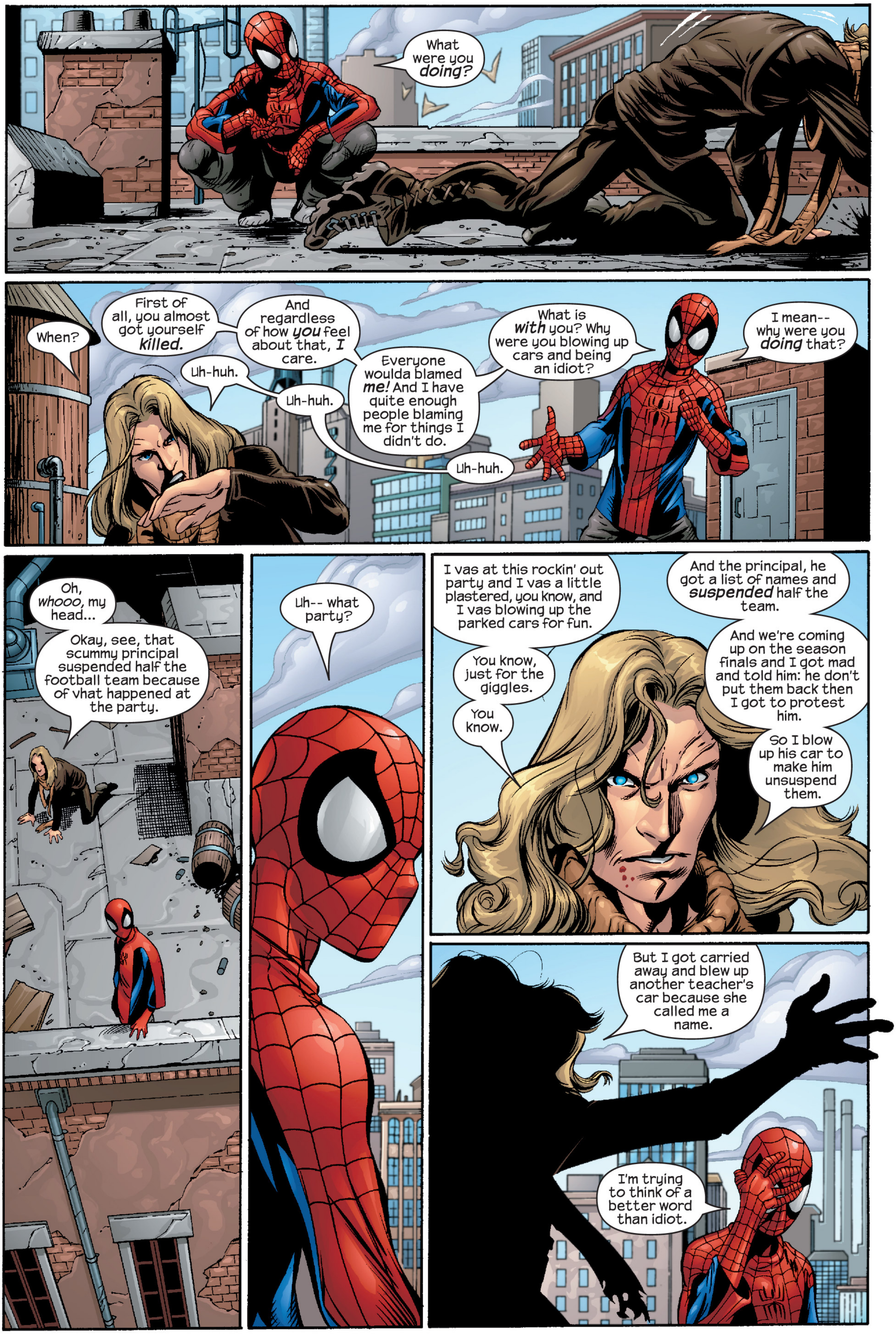

Though I will try my damndest *not* to get my whatever kicked this time.
What I am *really* not in the mood for is the public *mocking* I will take for going out in a half-made Spider-Man costume.
Yes, I *do* desperately want my identity kept a secret.
But this half-sewn-together outfit might be the line I draw in the sand as to how *far* I will go to keep my identity a secret.
So, as I try *not* to get my whatever kicked, and hope *not* to get mocked, and hope I can *maybe* talk some sense into this mysterious Geldoff guy and not have to fight him...
...I must again *remind* myself that all I really want to be doing is making out with Mary Jane...
...who I am *finally* back together with after not wanting to have broken up with her in the *first* place.

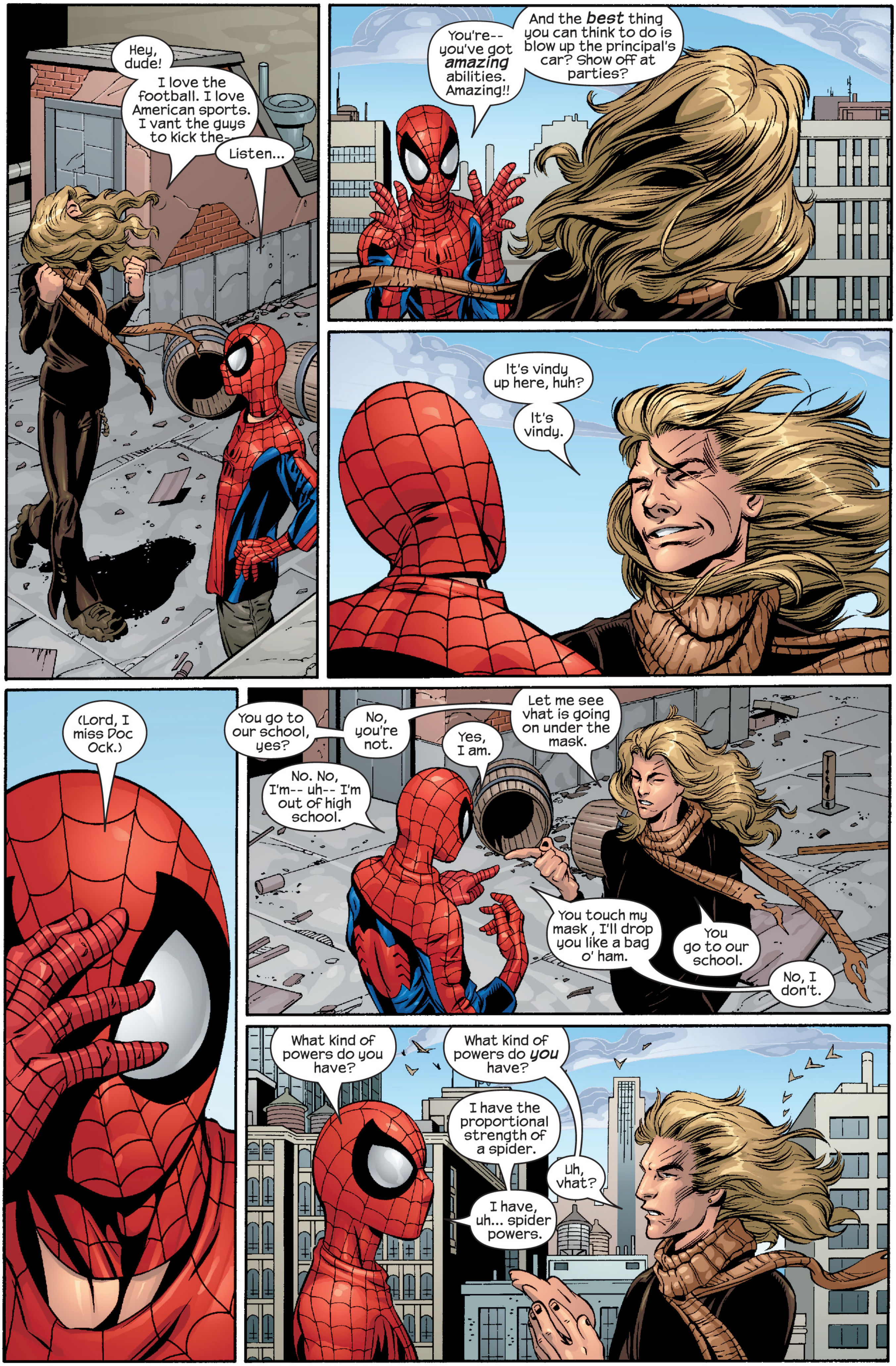

Okay! All right! Okay!
Why aren't you kids hanging out at the mall like *decent,* slackerish, degenerate, delinquentish, slacker degenerates?
NIKE
What exactly are you *doing?*
What is this?
I'm asking you.
Dude!
MALAB
What are you supposed to be?
Dude, it's-- it's Spider-Man!!
It is?
I *think* it is.
Dude, your costume *sucks.*
F.U.B.U.

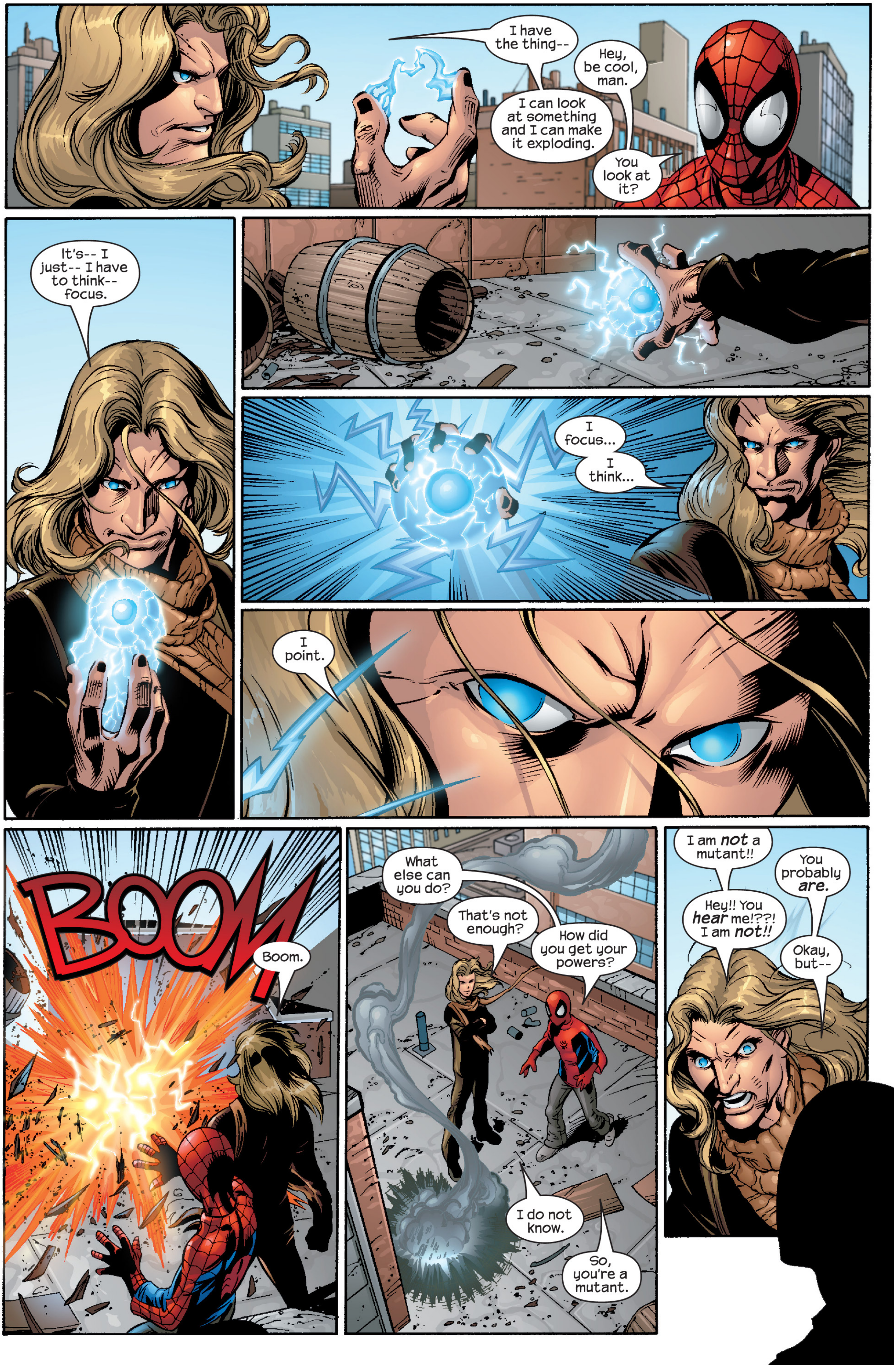

Yeah, it's Spider-Man about to kick you in the ding-ding for being a doof.
And if you think using the words ding-ding and doof in the same sentence is easy...
AAGHH!!
THWIP
SPACK
SPACK
Dude!! Dude, it *is* Spider-Man!!
Kick his #$$!!
You're the Spider-Man?
(Lord...)
You look better on the TV.
Hey, look vhat I did just there.
Awesome, dude, kick his #$$!
You're-- you're all going to be *expelled!!*
I don't think it is Spider-Man.
Kick his *#$$!!!*
Laugh it up now, b-b-but you're all expelled!!
Dude, I am so not fighting you.
The cops are *here* now.
I just wanted to make sure you didn't do anything *stupid.*
Or I should say, stupid*er!*

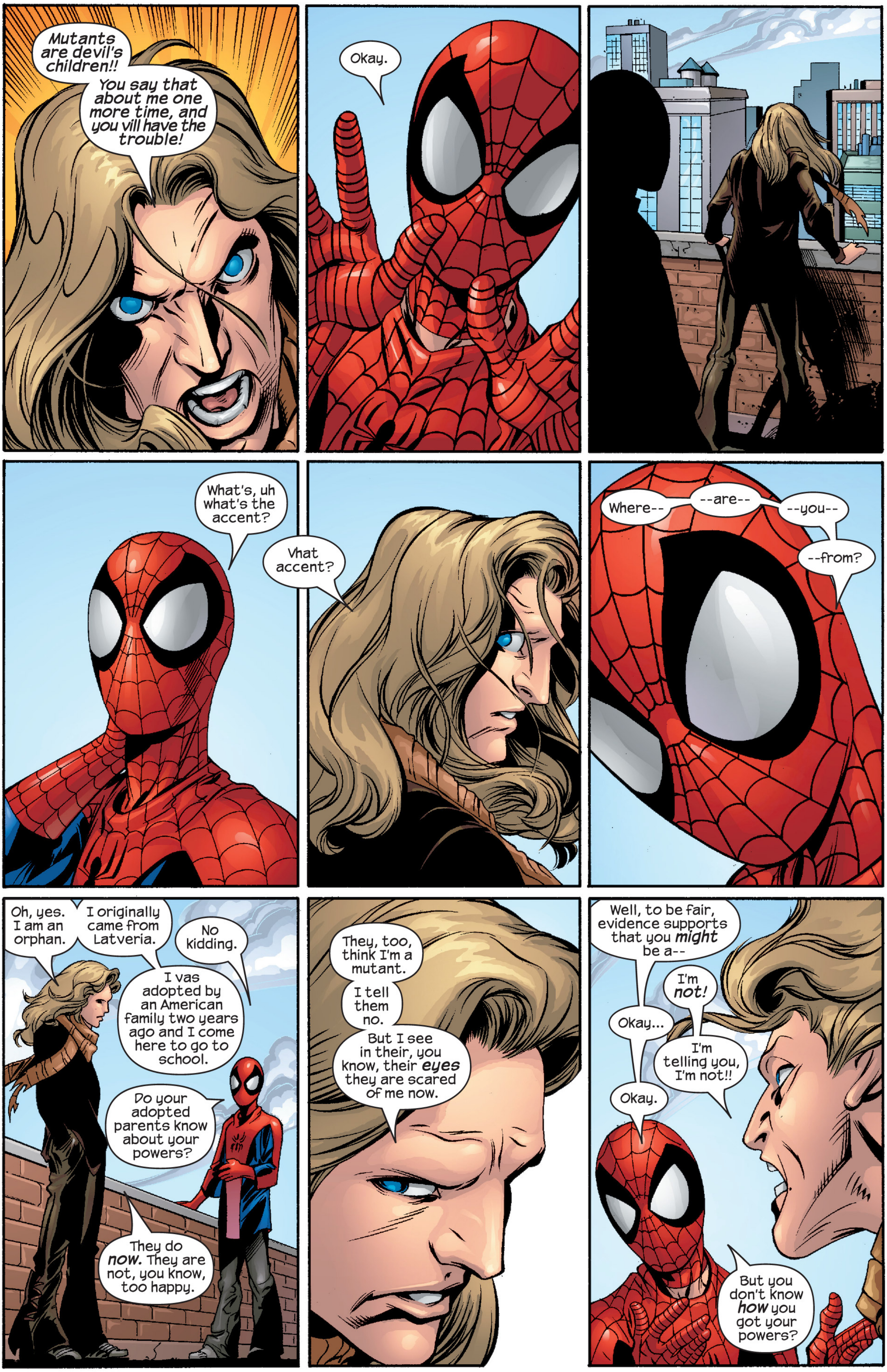

POLICE
And there is no way I am going to get into one of my trademark misunderstandings with the cops.
But, so we're clear: if you try your "*shtick*" on the cops I will drop you on your head.
Swear to God...
Take me with you.
What?
I can ***no'*** get arrested. I got-- they'll send me avay.
Police officers, everyone freeze!
Well, what did you ***think*** was going to happen? See you, peppy!
Police!! Freeze!
Hey!!
Please!! You're right.
Hey!!
Just-- please, they--
Hey!!
What are you doing? Get off!!
I-- I--
You idiot!!

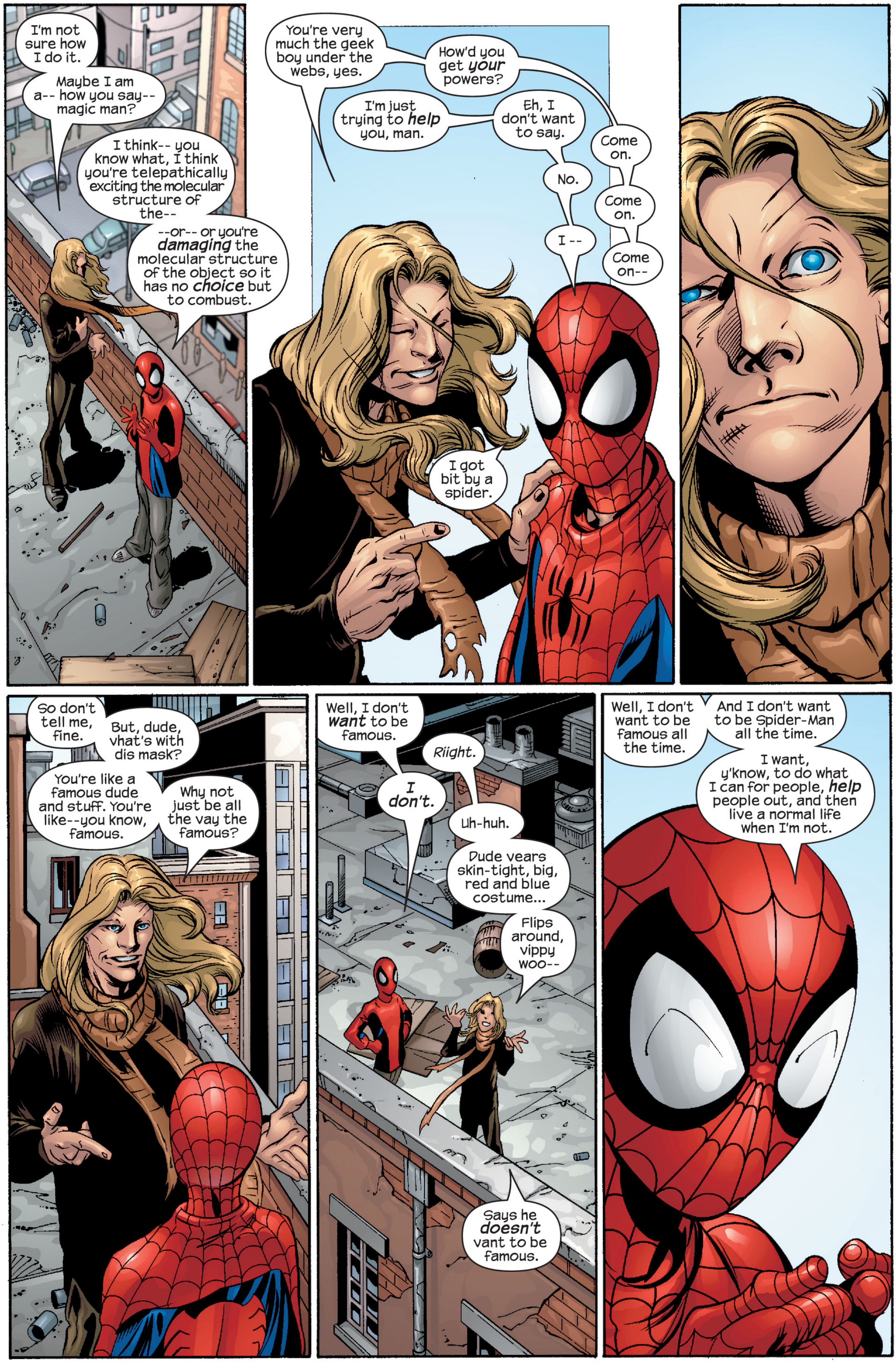

I was just trying to-- agh!!
Idiot!
THWIP
AAAAHAH AGH!
SPACK
AAAAHAH!
AAAAHAH--
Oof!
Idiot!
Aha, ahah-- oh, man-- ahah aha--
Idiot!

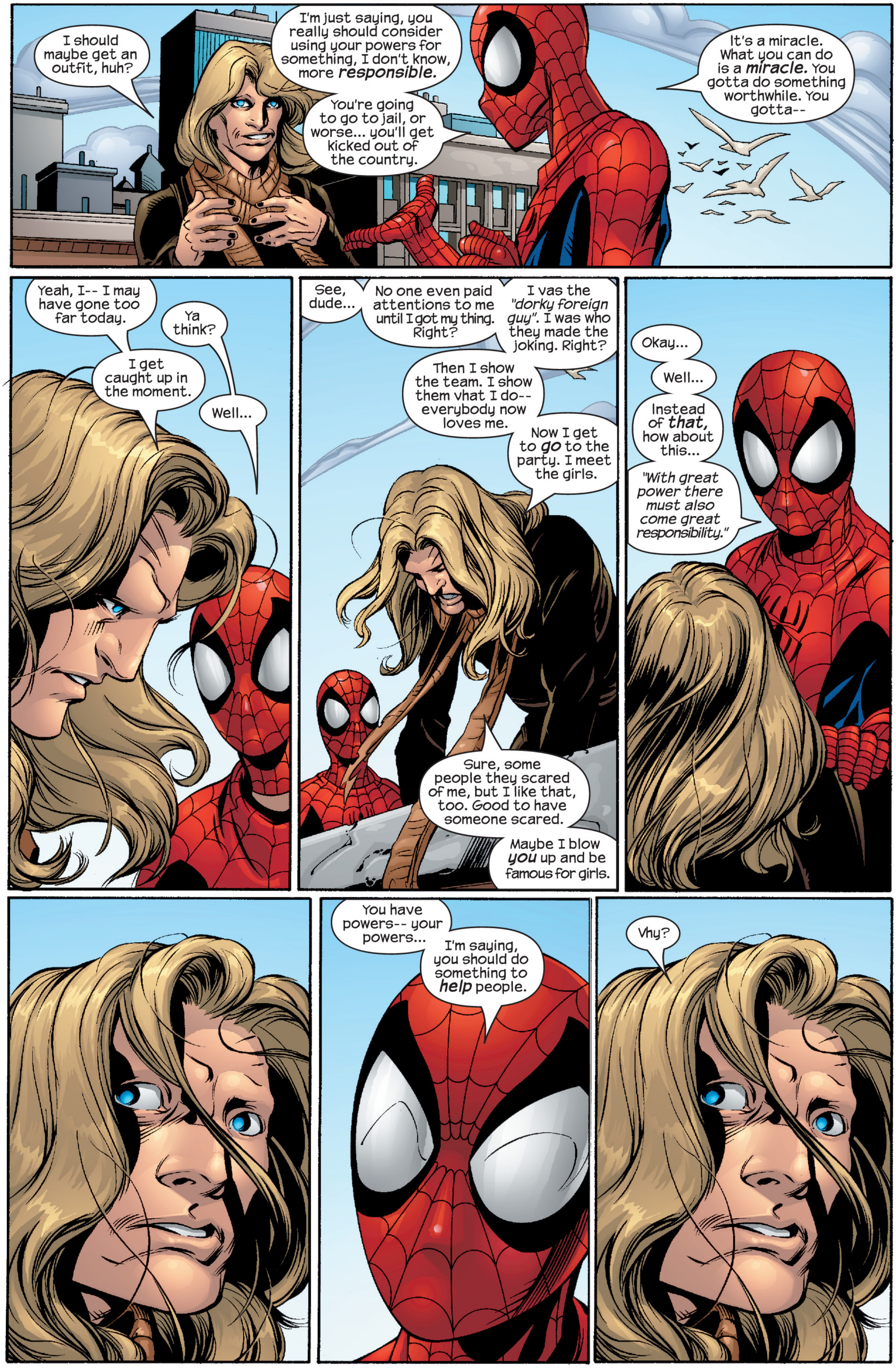

What were you *doing?*
When?
First of all, you almost got yourself *killed.*
Uh-huh.
And regardless of how *you* feel about that, *I* care.
Uh-huh.
Everyone woulda blamed *me!* And I have quite enough people blaming me for things I didn't do.
Uh-huh.
What is *with* you? Why were you blowing up cars and being an idiot?
I mean-- why were you *doing* that?
Oh, *whooo,* my head...
Okay, see, that scummy principal suspended half the football team because of vhat happened at the party.
Uh-- what party?
I vas at this rockin' out party and I vas a little plastered, you know, and I vas blowing up the parked cars for fun.
You know, just for the giggles.
You know.
And the principal, he got a list of names and ***suspended*** half the team.
And we're coming up on the season finals and I got mad and told him: he don't put them back then I got to protest him.
So I blow up his car to make him unsuspend them.
But I got carried away and blew up another teacher's car because she called me a name.
I'm trying to think of a better word than idiot.

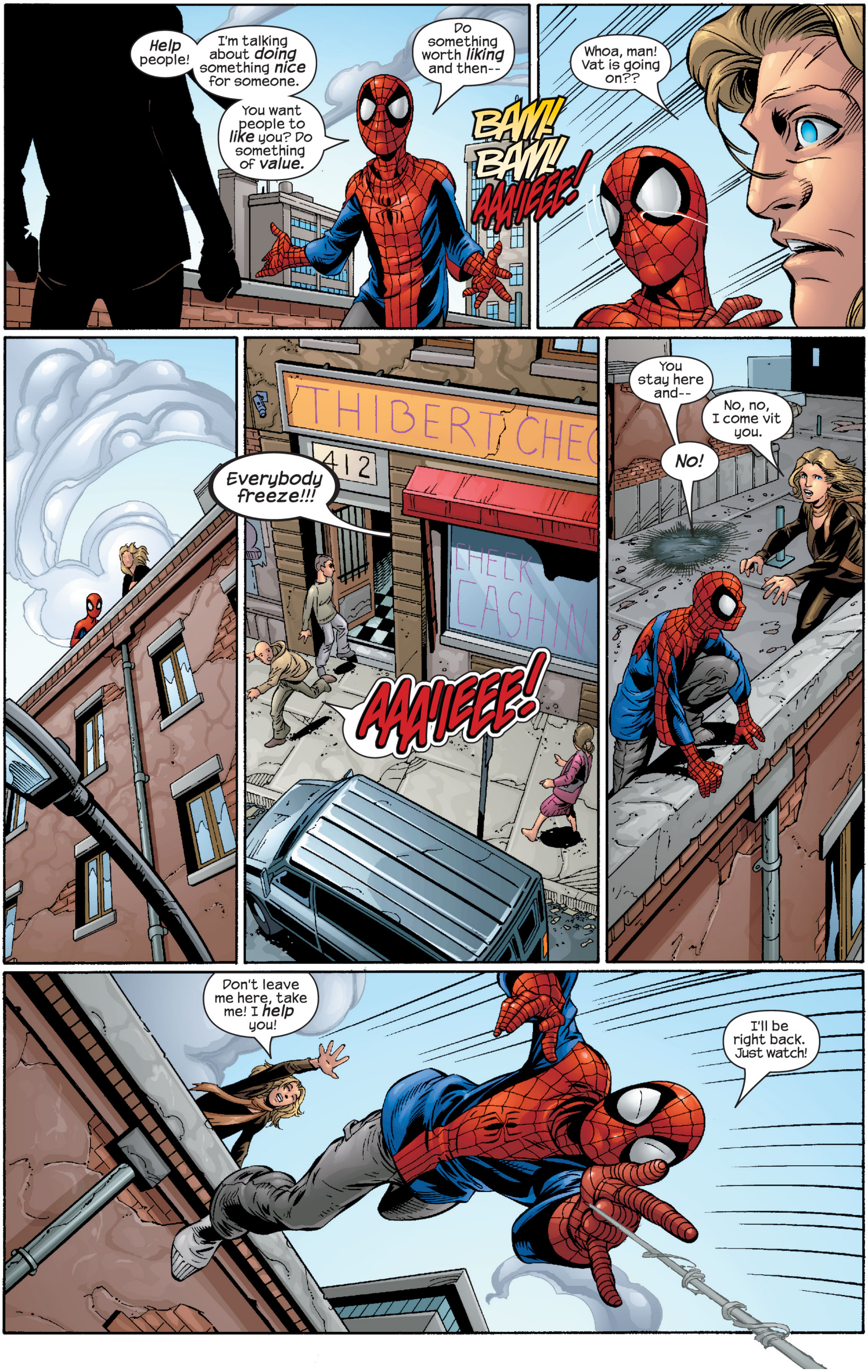

Hey, dude!
I love the football. I love American sports. I vant the guys to kick the–
Listen...
You're-- you've got *amazing* abilities. Amazing!!
And the **best** thing you can think to do is blow up the principal's car? Show off at parties?
It's vindy up here, huh?
It's vindy.
(Lord, I miss Doc Ock.)
You go to our school, yes?
No. No, I'm-- uh-- I'm out of high school.
No, you're not.
Yes, I am.
Let me see vhat is going on under the mask.
You touch my mask, I'll drop you like a bag o' ham.
You go to our school.
No, I don't.
What kind of powers do you have?
What kind of powers do *you* have?
I have the proportional strength of a spider.
Uh, vhat?
I have, uh... spider powers.

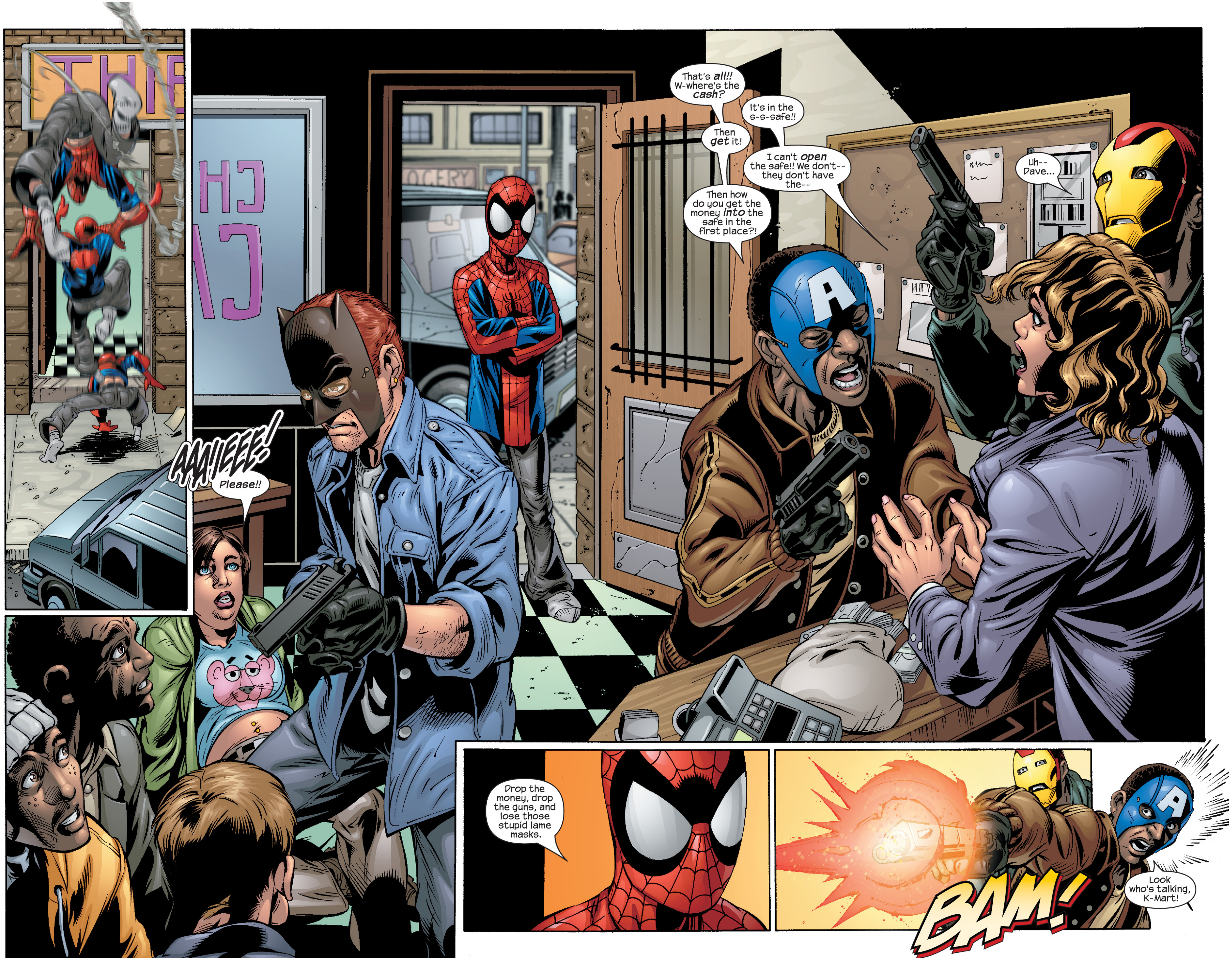

I have the thing--
I can look at something and I can make it exploding.
Hey, be cool, man.
You look at it?
It's-- I just-- I have to think-- focus.
I focus...
I think...
I point.
BOOM
Boom.
What else can you do?
That's not enough?
How did you get your powers?
I do not know.
So, you're a mutant.
I am *not* a mutant!!
You probably *are.*
Hey!! You *hear* me!??! I am *not!!*
Okay, but--

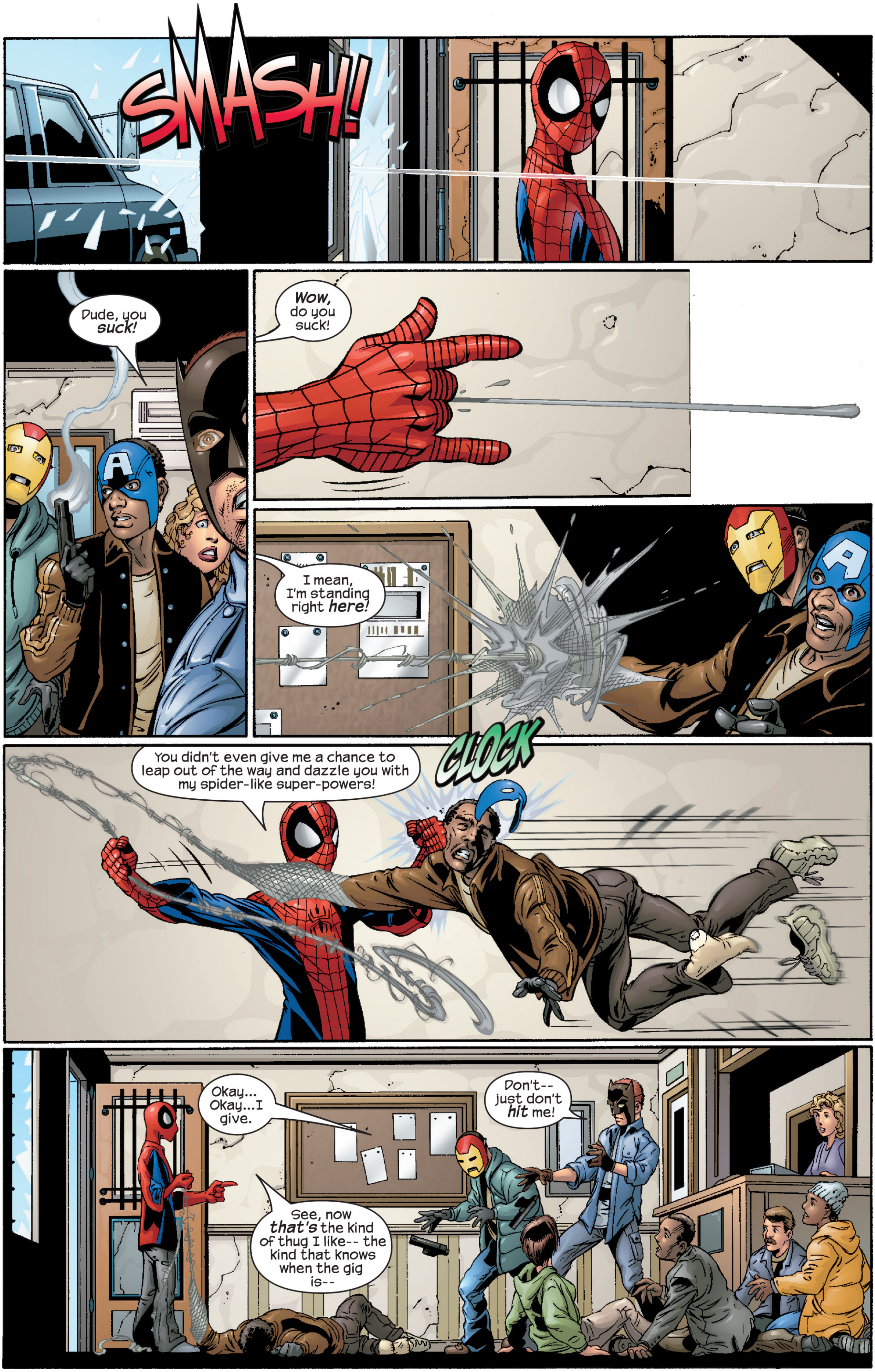

Mutants are devil's children!!
You say that about me one more time, and you vill have the trouble!
Okay.
What's, uh what's the accent?
Vhat accent?
Where--
--are--
--you--
--from?
Oh, yes. I am an orphan.
I originally came from Latveria.
No kidding.
I vas adopted by an American family two years ago and I come here to go to school.
Do your adopted parents know about your powers?
They do now. They are not, you know, too happy.
They, too, think I'm a mutant.
I tell them no.
But I see in their, you know, their eyes they are scared of me now.
Well, to be fair, evidence supports that you might be a--
I'm not!
Okay...
I'm telling you, I'm not!!
Okay.
But you don't know how you got your powers?

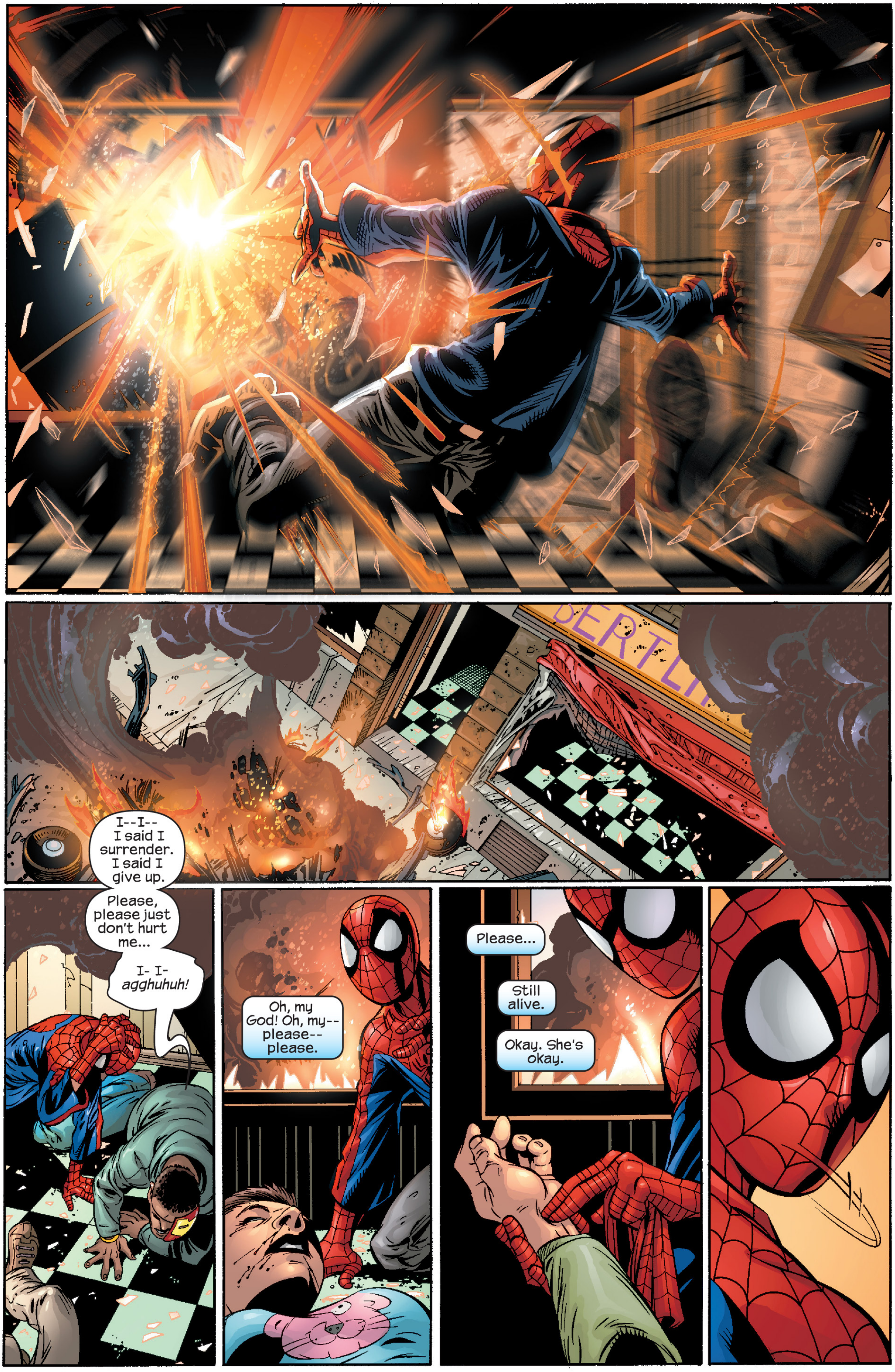

I'm not sure how I do it.
Maybe I am a-- how you say-- magic man?
I think-- you know what, I think you're telepathically exciting the molecular structure of the--
--or-- or you're *damaging* the molecular structure of the object so it has no *choice* but to combust.
You're very much the geek boy under the webs, yes.
How'd you get *your* powers?
I'm just trying to *help* you, man.
Eh, I don't want to say.
Come on.
No.
Come on.
I --
Come on--
I got bit by a spider.
So don't tell me, fine.
But, dude, vhat's with dis mask?
You're like a famous dude and stuff. You're like--you know, famous.
Why not just be all the vay the famous?
Well, I don't *want* to be famous.
Riight.
I don't.
Uh-huh.
Dude vears skin-tight, big, red and blue costume...
Flips around, vippy woo--
Says he *doesn't* vant to be famous.
Well, I don't want to be famous all the time.
And I don't want to be Spider-Man all the time.
I want, y'know, to do what I can for people, *help* people out, and then live a normal life when I'm not.

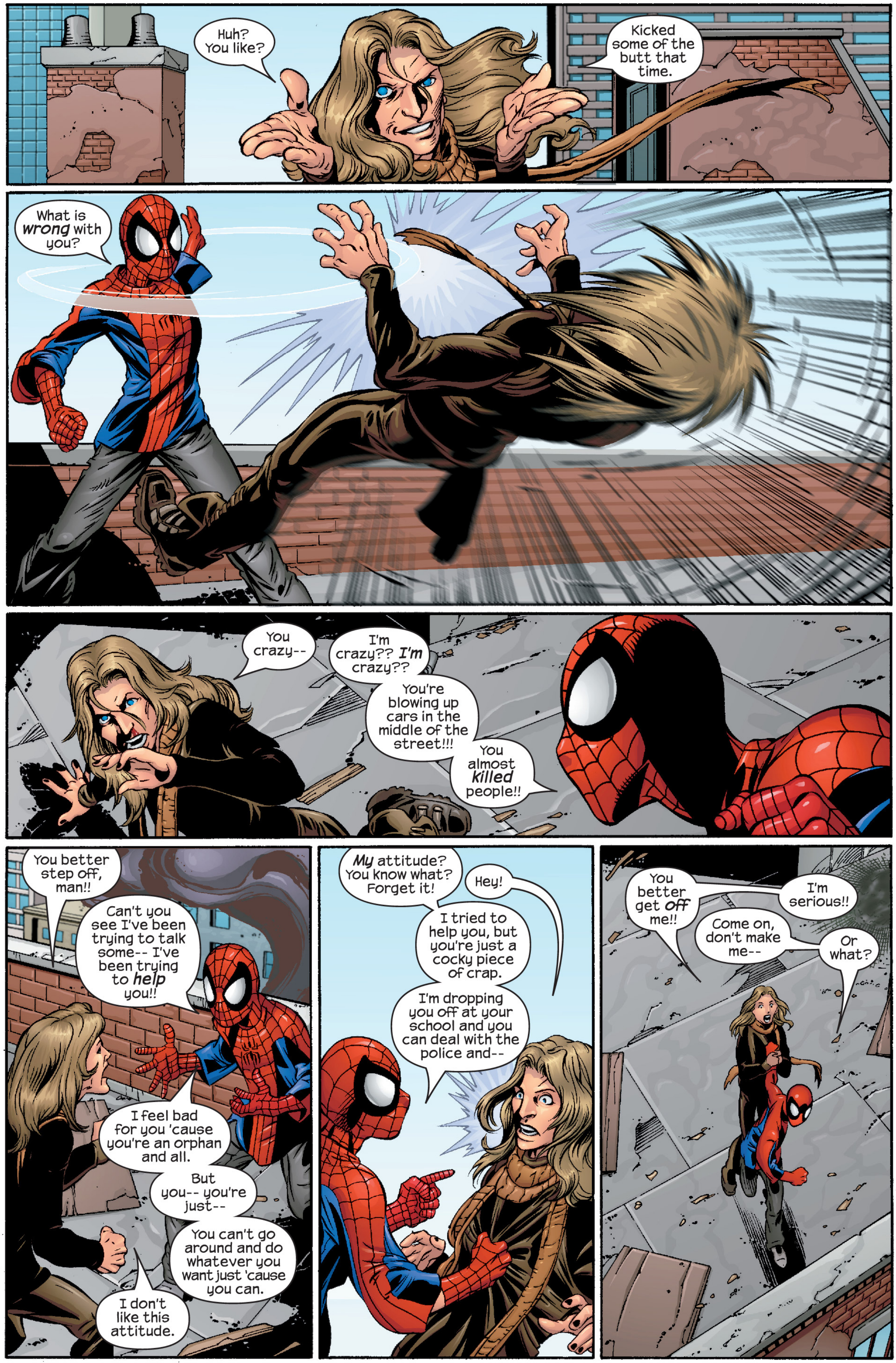

I should maybe get an outfit, huh?
I'm just saying, you really should consider using your powers for something, I don't know, more *responsible.*
You're going to go to jail, or worse... you'll get kicked out of the country.
It's a miracle. What you can do is a ***miracle.*** You gotta do something worthwhile. You gotta--
Yeah, I-- I may have gone too far today.
Ya think?
I get caught up in the moment.
Well...
See, dude...
No one even paid attentions to me until I got my thing. Right?
I vas the *"dorky foreign guy".* I was who they made the joking. Right?
Then I show the team. I show them vhat I do-- everybody now loves me.
Now I get to ***go*** to the party. I meet the girls.
Sure, some people they scared of me, but I like that, too. Good to have someone scared.
Maybe I blow ***you*** up and be famous for girls.
Okay...
Well...
Instead of ***that,*** how about this...
"With great power there must also come great responsibility."
You have powers-- your powers...
I'm saying, you should do something to ***help*** people.
Vhy?

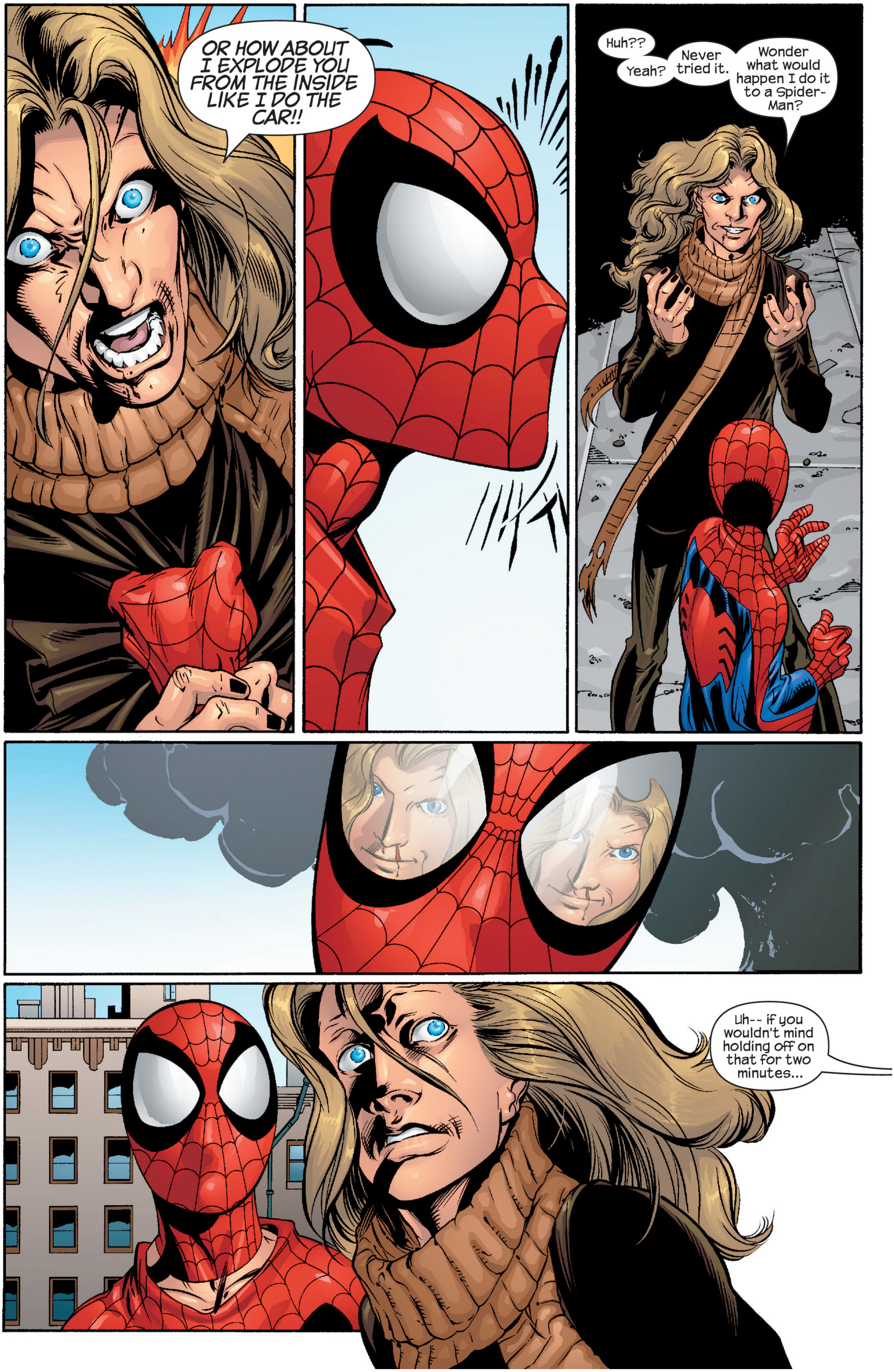

Help people!
I'm talking about doing something nice for someone.
You want people to like you? Do something of value.
Do something worth liking and then--
BAM! BAM! AAA'IEEE!
Whoa, man! Vat is going on??
THIBERT CHEC
412
CHECK CASHIN
Everybody freeze!!!
AAA'IEEE!
You stay here and--
No, no, I come vit you.
No!
Don't leave me here, take me! I help you!
I'll be right back. Just watch!

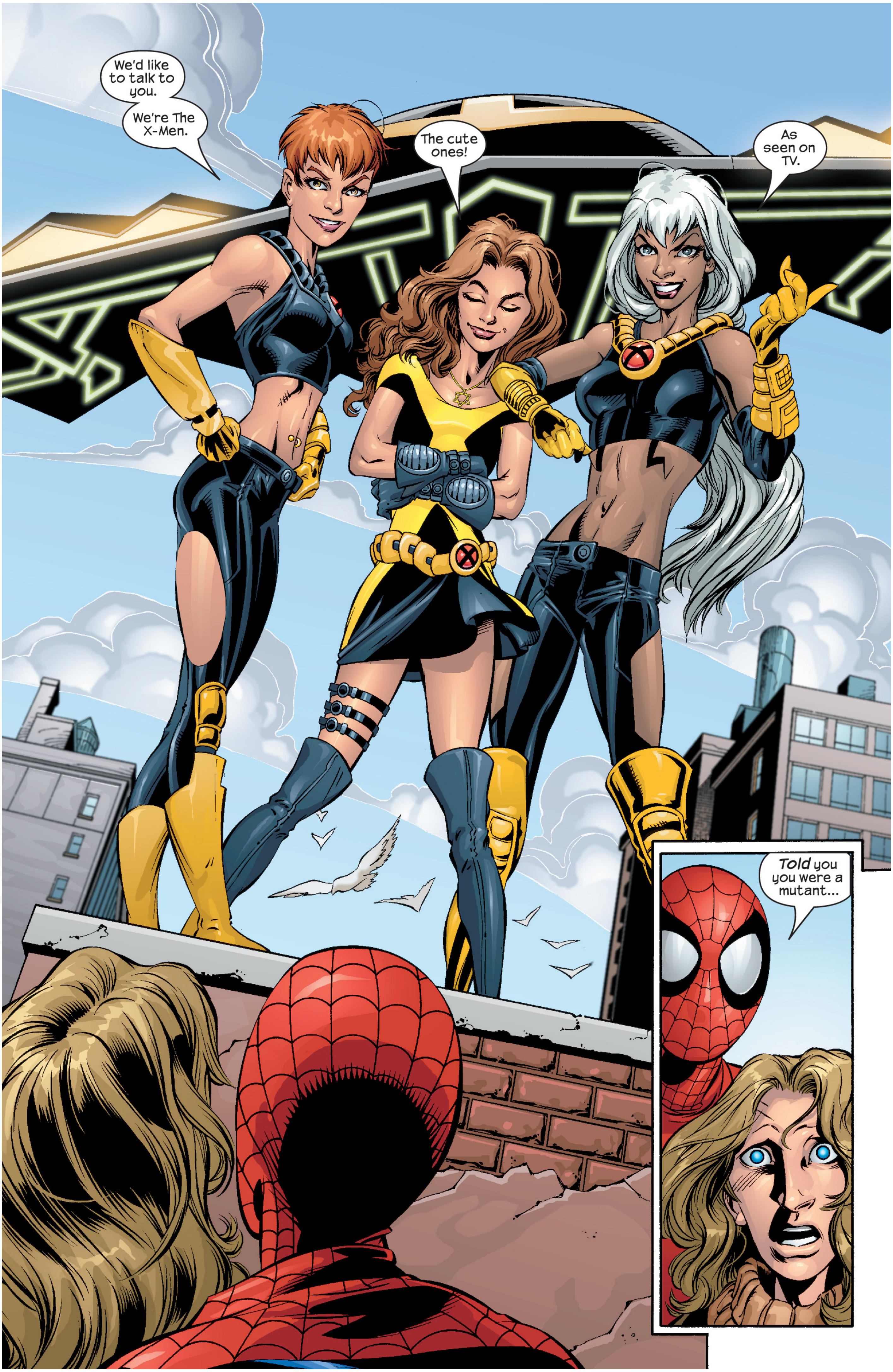

THIE
OCERY
That's all!! W-where's the cash?
It's in the s-s-safe!!
Then get it!
I can't open the safe!! We don't-- they don't have the--
Then how do you get the money into the safe in the first place?!
Uh-- Dave...
AAAIIEEE!
Please!!
Drop the money, drop the guns, and lose those stupid lame masks.
BAM!
Look who's talking, K-Mart!


SMASH!
Dude, you *suck!*
Wow, do you suck!
I mean, I'm standing right *here!*
CLOCK
You didn't even give me a chance to leap out of the way and dazzle you with my spider-like super-powers!
Okay... Okay...I give.
Don't-- just don't *hit* me!
See, now *that's* the kind of thug I like-- the kind that knows when the gig is--

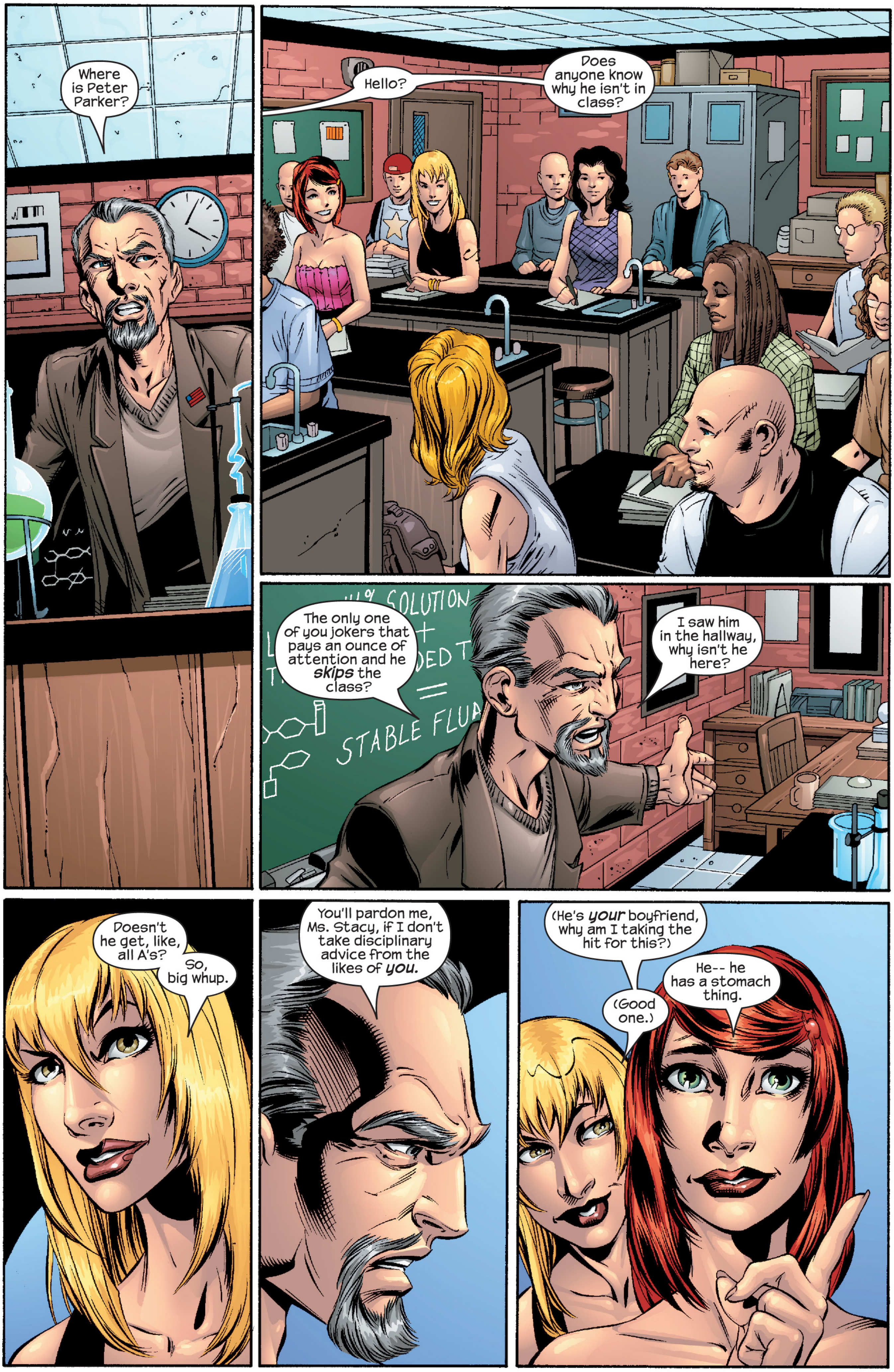

BERTL
I--I-- I said I surrender. I said I give up.
Please, please just don't hurt me...
I- I- agghuhuh!
Oh, my God! Oh, my-- please-- please.
Please...
Still alive.
Okay. She's okay.

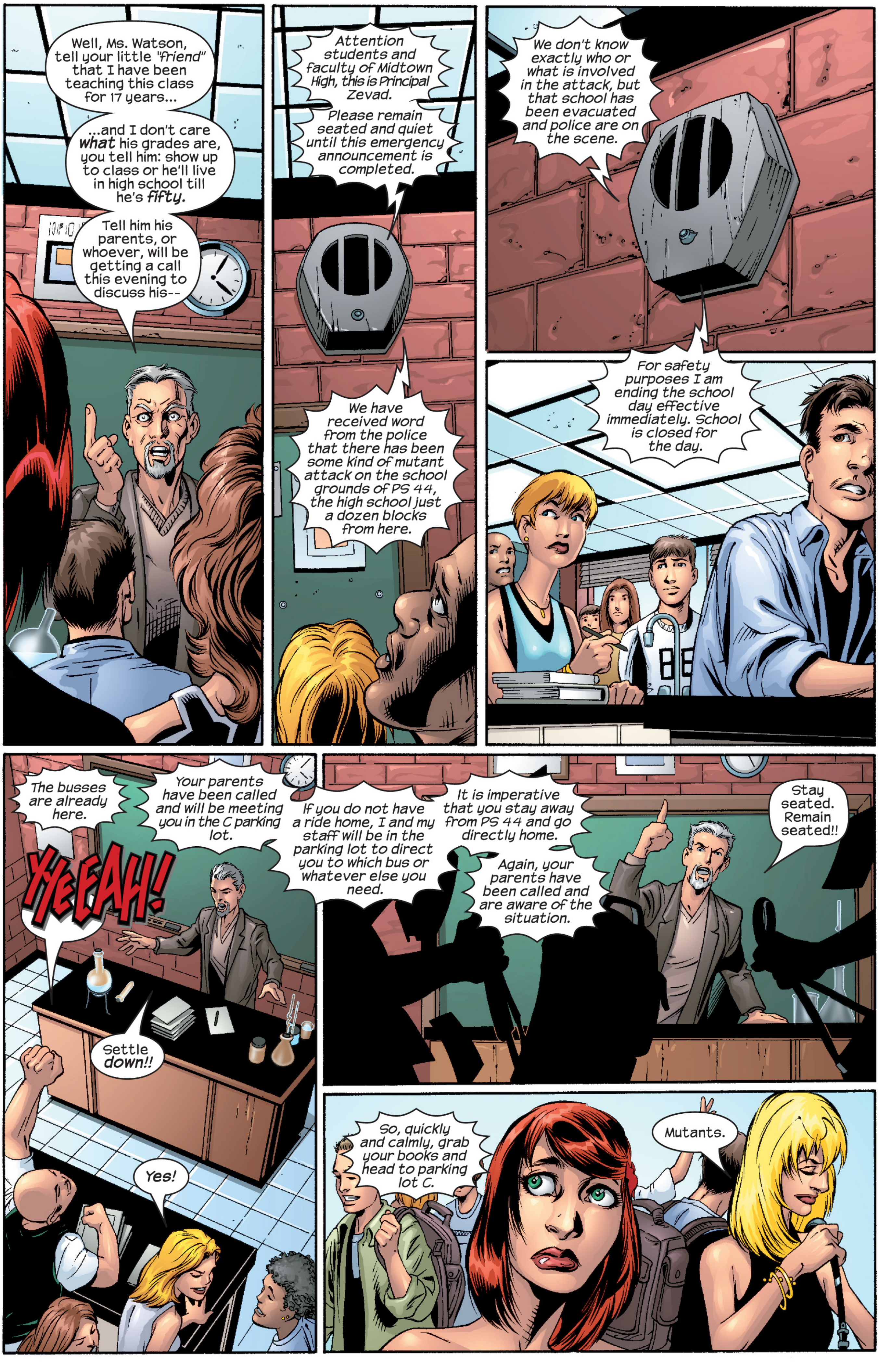

Huh? You like?
Kicked some of the butt that time.
What is *wrong* with you?
You crazy--
I'm crazy?? *I'm* crazy??
You're blowing up cars in the middle of the street!!!
You almost *killed* people!!
You better step off, man!!
Can't you see I've been trying to talk some-- I've been trying to *help* you!!
I feel bad for you 'cause you're an orphan and all.
But you-- you're just--
You can't go around and do whatever you want just 'cause you can.
I don't like this attitude.
My attitude? You know what? Forget it!
Hey!
I tried to help you, but you're just a cocky piece of crap.
I'm dropping you off at your school and you can deal with the police and--
You better get *off* me!!
I'm serious!!
Come on, don't make me--
Or what?

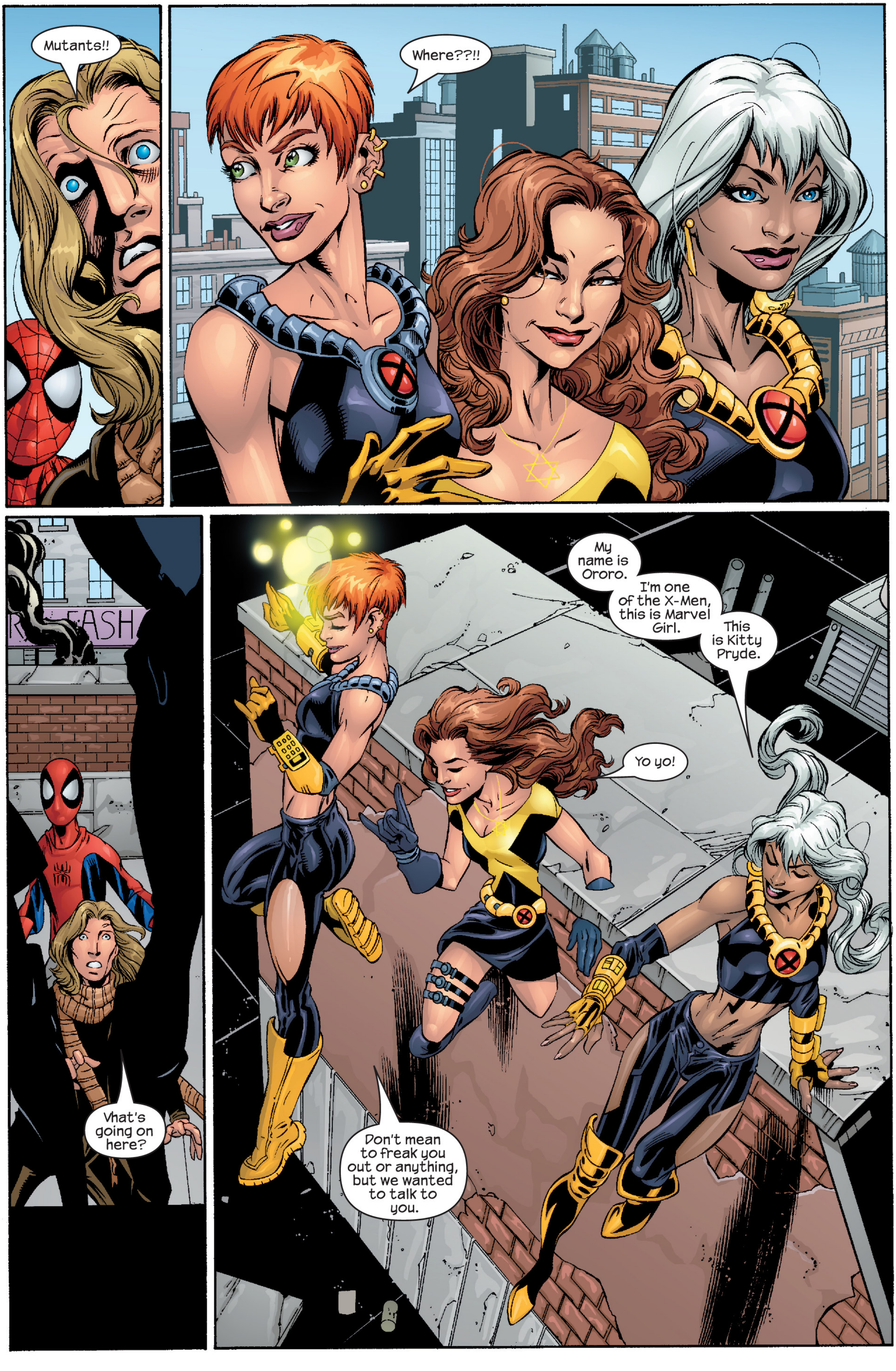

OR HOW ABOUT I EXPLODE YOU FROM THE INSIDE LIKE I DO THE CAR!!
Huh??
Yeah?
Never tried it.
Wonder what would happen I do it to a Spider-Man?
Uh-- if you wouldn't mind holding off on that for two minutes...

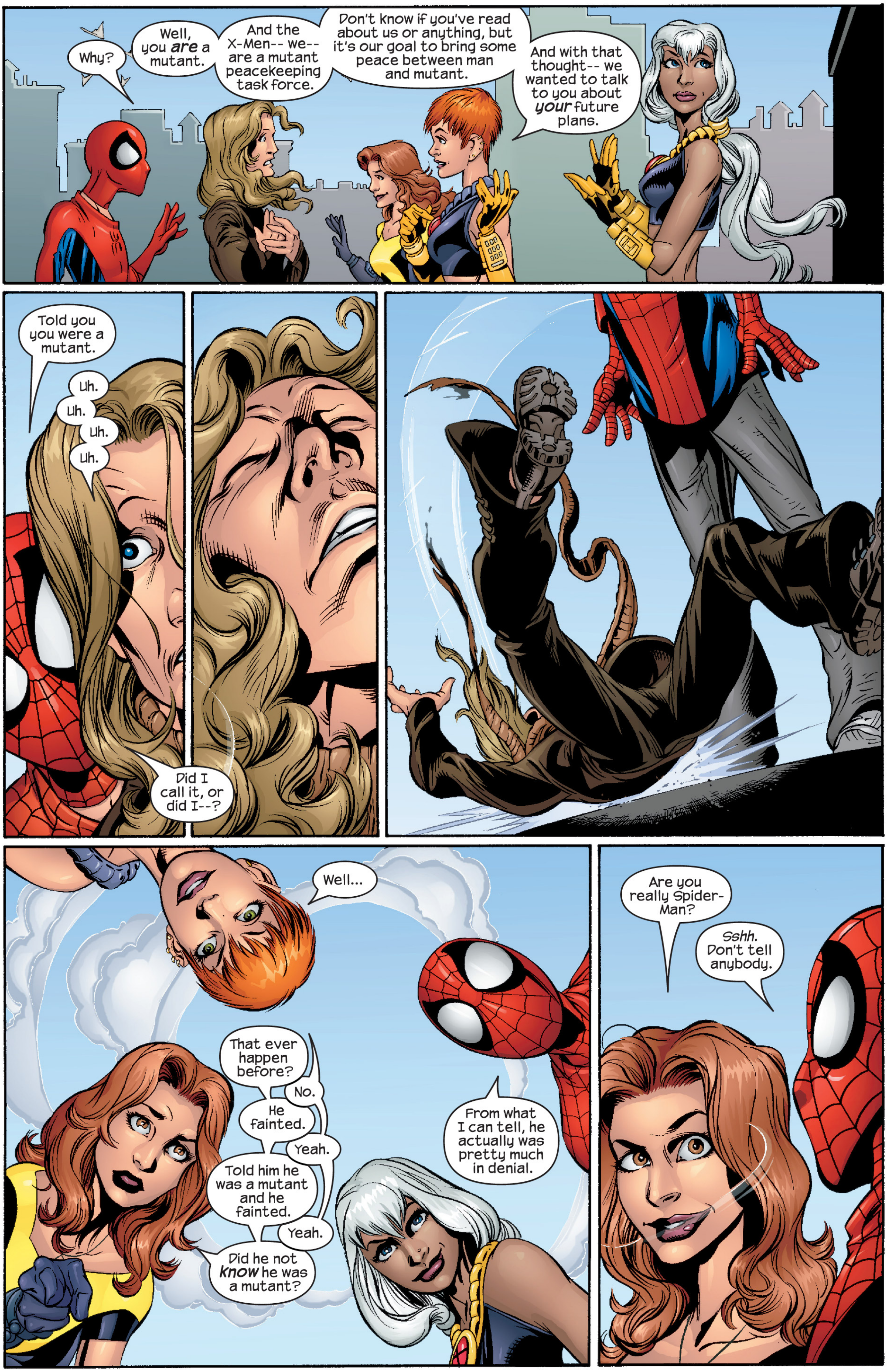

We'd like to talk to you.
We're The X-Men.
The cute ones!
As seen on TV.
Told you you were a mutant...

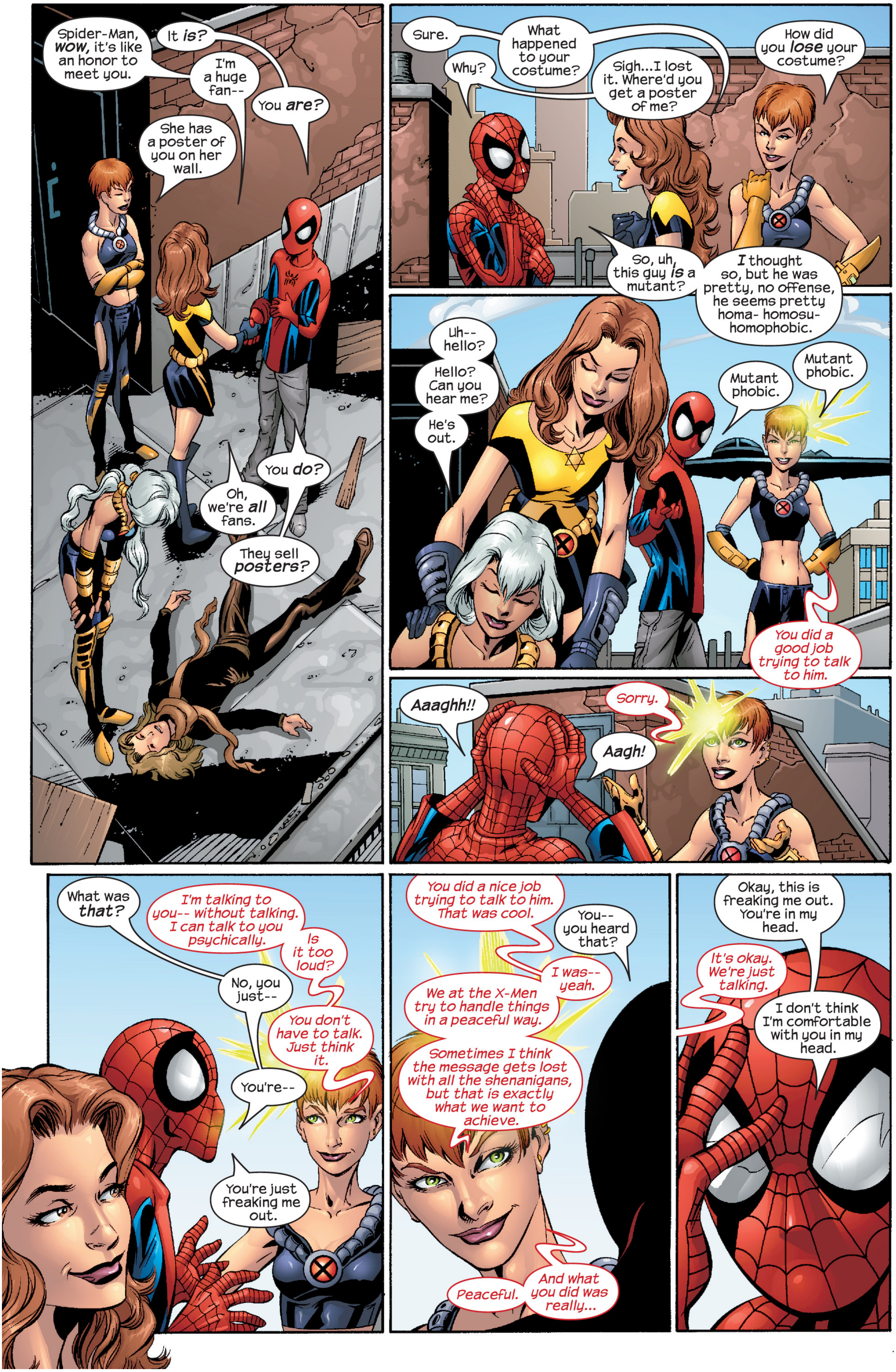
43

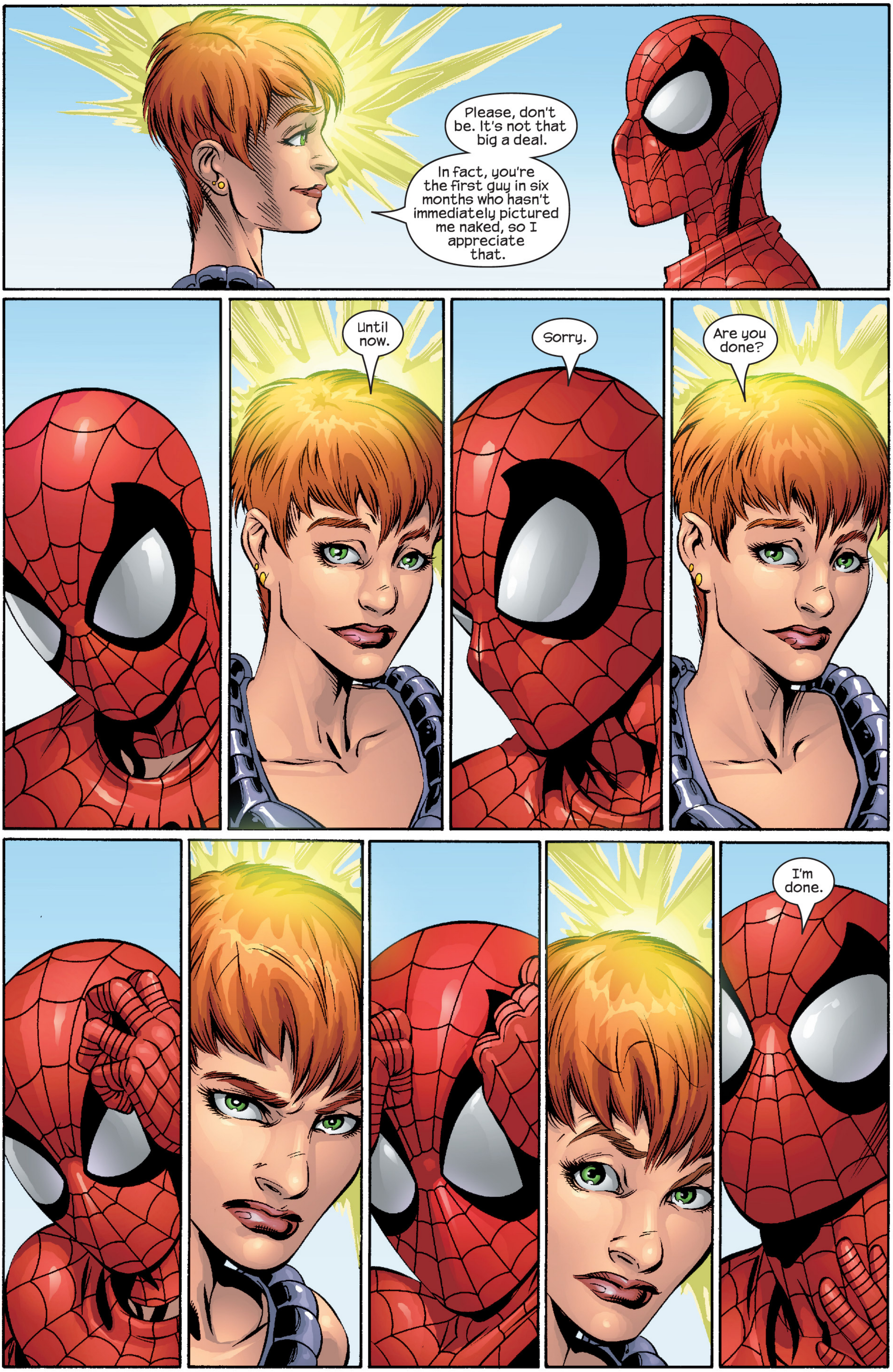

Where is Peter Parker?
Hello?
Does anyone know why he isn't in class?
SOLUTION
STABLE FLU
The only one of you jokers that pays an ounce of attention and he *skips* the class?
I saw him in the hallway, why isn't he here?
Doesn't he get, like, all A's?
So, big whup.
You'll pardon me, Ms. Stacy, if I don't take disciplinary advice from the likes of *you.*
(He's *your* boyfriend, why am I taking the hit for this?)
(Good one.)
He-- he has a stomach thing.

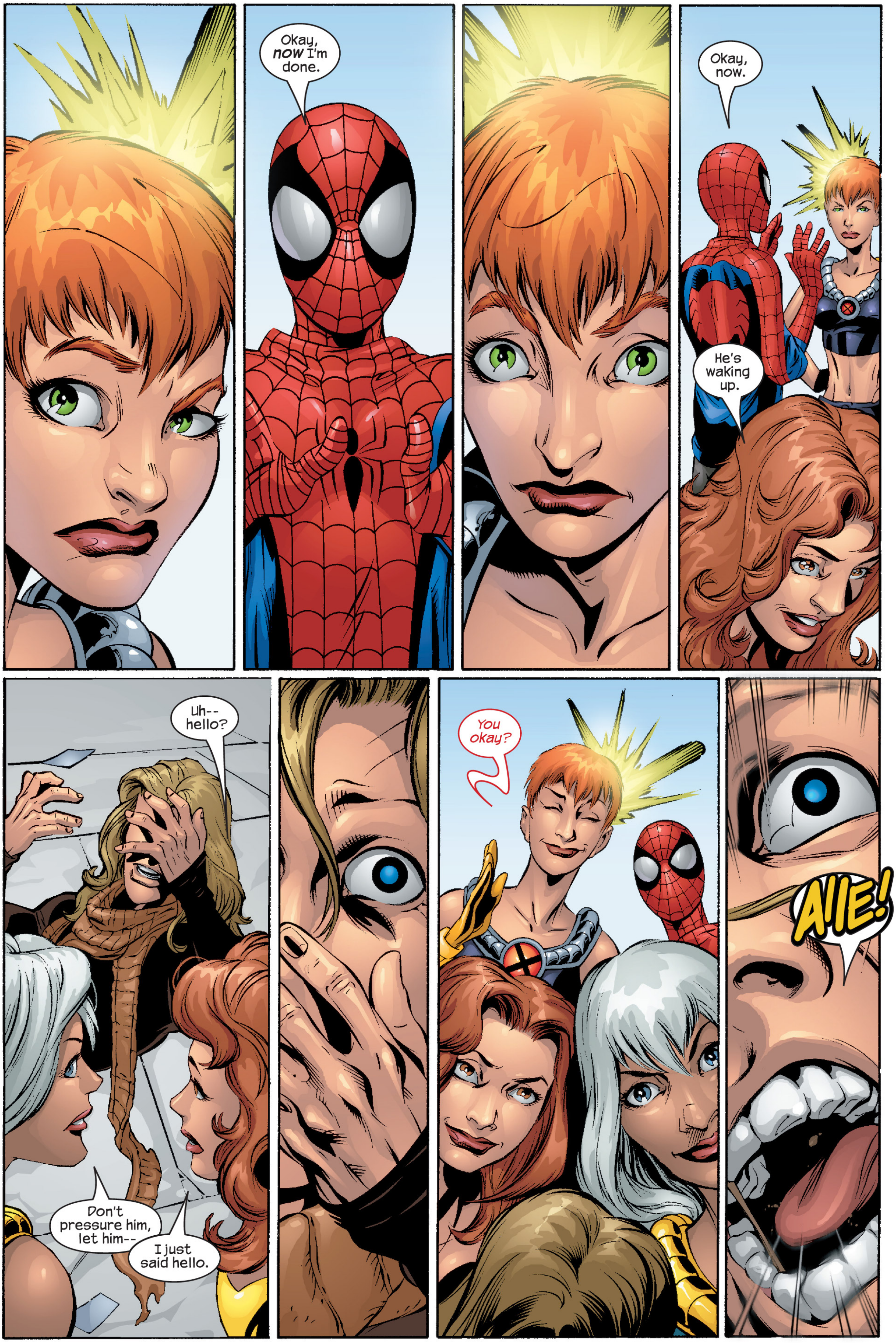

Well, Ms. Watson, tell your little "friend" that I have been teaching this class for 17 years...
...and I don't care *what* his grades are, you tell him: show up to class or he'll live in high school till he's *fifty.*
Tell him his parents, or whoever, will be getting a call this evening to discuss his--
Attention students and faculty of Midtown High, this is Principal Zevad.
Please remain seated and quiet until this emergency announcement is completed.
We have received word from the police that there has been some kind of mutant attack on the school grounds of PS 44, the high school just a dozen blocks from here.
We don't know exactly who or what is involved in the attack, but that school has been evacuated and police are on the scene.
For safety purposes I am ending the school day effective immediately. School is closed for the day.
The busses are already here.
Your parents have been called and will be meeting you in the C parking lot.
YYEEAH!
Settle *down!!*
Yes!
If you do not have a ride home, I and my staff will be in the parking lot to direct you to which bus or whatever else you need.
It is imperative that you stay away from PS 44 and go directly home.
Again, your parents have been called and are aware of the situation.
Stay seated. Remain seated!!
So, quickly and calmly, grab your books and head to parking lot C.
Mutants.

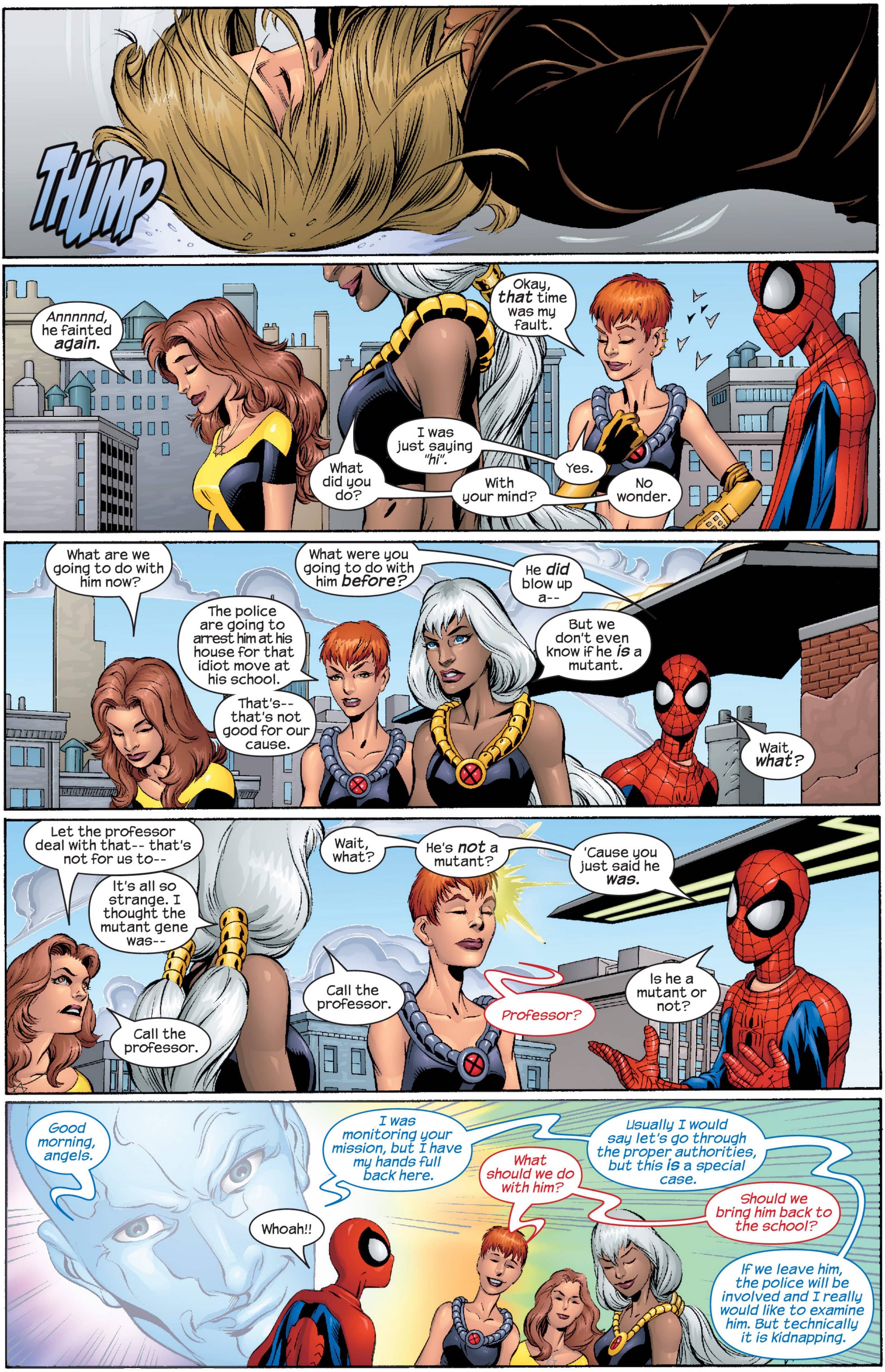

Mutants!!
Where??!!
Vhat's going on here?
My name is Ororo.
I'm one of the X-Men, this is Marvel Girl.
This is Kitty Pryde.
Yo yo!
Don't mean to freak you out or anything, but we wanted to talk to you.

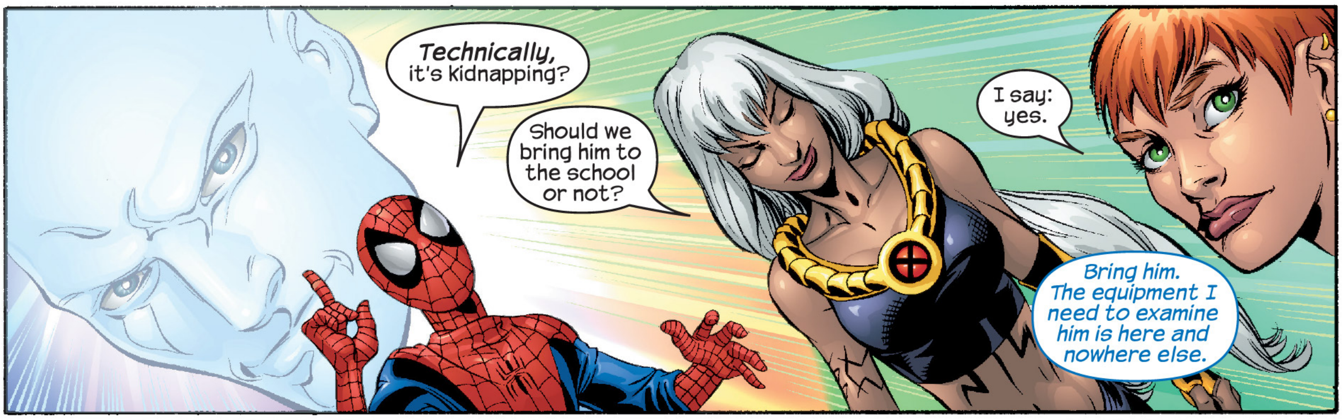

Why?
Well, you *are* a mutant.
And the X-Men-- we-- are a mutant peacekeeping task force.
Don't know if you've read about us or anything, but it's our goal to bring some peace between man and mutant.
And with that thought-- we wanted to talk to you about *your* future plans.
Told you you were a mutant.
Uh.
Uh.
Uh.
Uh.
Did I call it, or did I--?
Well...
That ever happen before?
No.
He fainted.
Yeah.
Told him he was a mutant and he fainted.
Yeah.
Did he not *know* he was a mutant?
From what I can tell, he actually was pretty much in denial.
Are you really Spider-Man?
Sshh. Don't tell anybody.

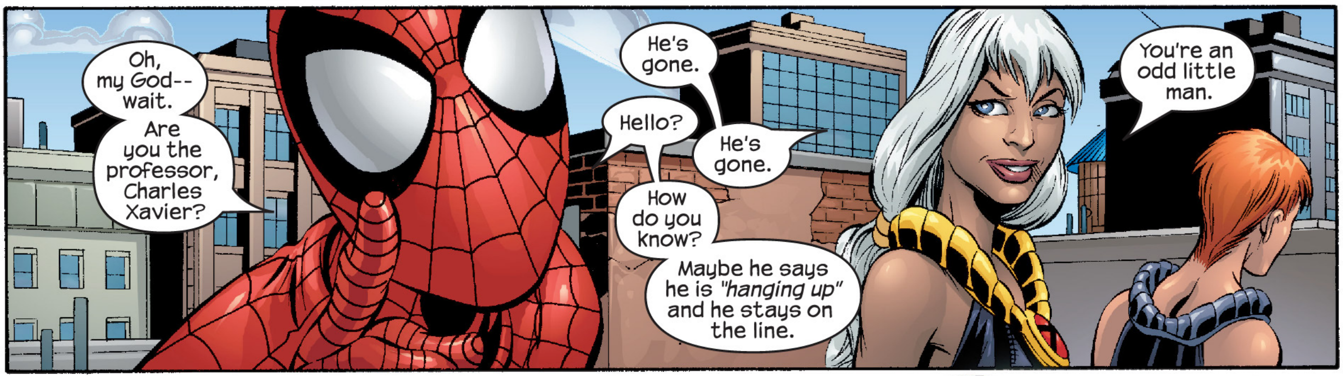

Spider-Man, *wow,* it's like an honor to meet you.
It *is?*
I'm a huge fan--
You *are?*
She has a poster of you on her wall.
Oh, we're *all* fans.
You *do?*
They sell *posters?*
Sure.
Why?
What happened to your costume?
Sigh...I lost it. Where'd you get a poster of me?
How did you *lose* your costume?
So, uh, this guy *is* a mutant?
I thought so, but he was pretty, no offense, he seems pretty homa- homosu- homophobic.
Uh-- hello?
Hello? Can you hear me?
He's out.
Mutant phobic.
Mutant phobic.
You did a good job trying to talk to him.
Aaaghh!!
Sorry.
Aagh!
What was *that?*
I'm talking to you-- without talking. I can talk to you psychically.
Is it too loud?
No, you just--
You don't have to talk. Just think it.
You're--
You're just freaking me out.
You did a nice job trying to talk to him. That was cool.
You-- you heard that?
I was-- yeah.
We at the X-Men try to handle things in a peaceful way.
Sometimes I think the message gets lost with all the shenanigans, but that is exactly what we want to achieve.
Peaceful.
And what you did was really...
Okay, this is freaking me out. You're in my head.
It's okay. We're just talking.
I don't think I'm comfortable with you in my head.

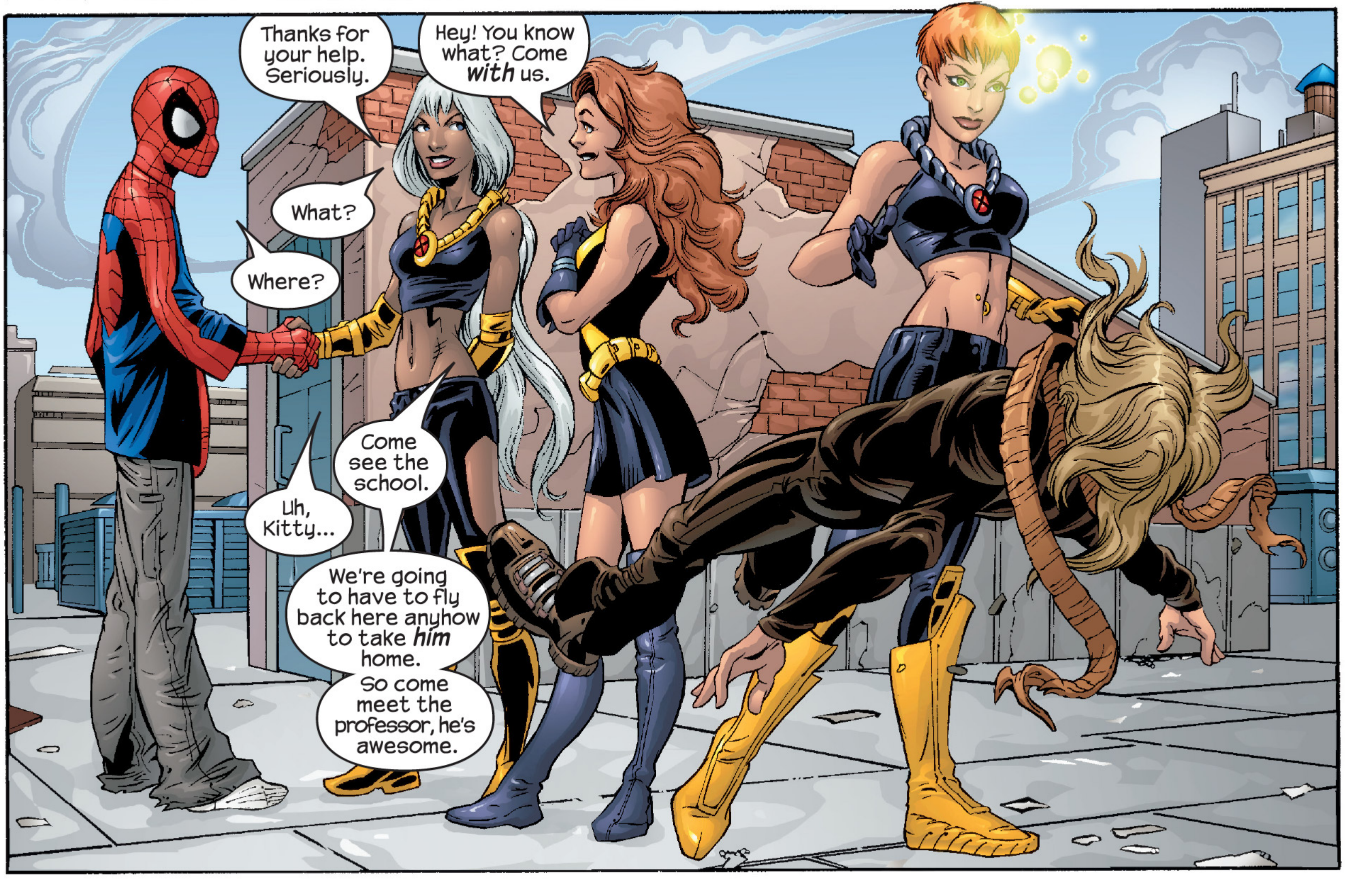

Please, don't be. It's not that big a deal.
In fact, you're the first guy in six months who hasn't immediately pictured me naked, so I appreciate that.
Until now.
Sorry.
Are you done?
I'm done.

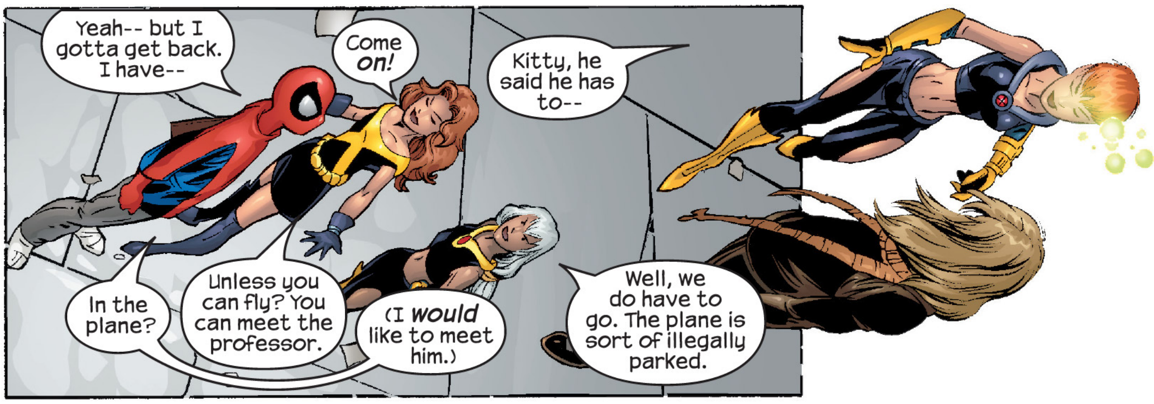

Okay, now I'm done.
Okay, now.
He's waking up.
Uh-- hello?
Don't pressure him, let him--
I just said hello.
You okay?
AIIE!

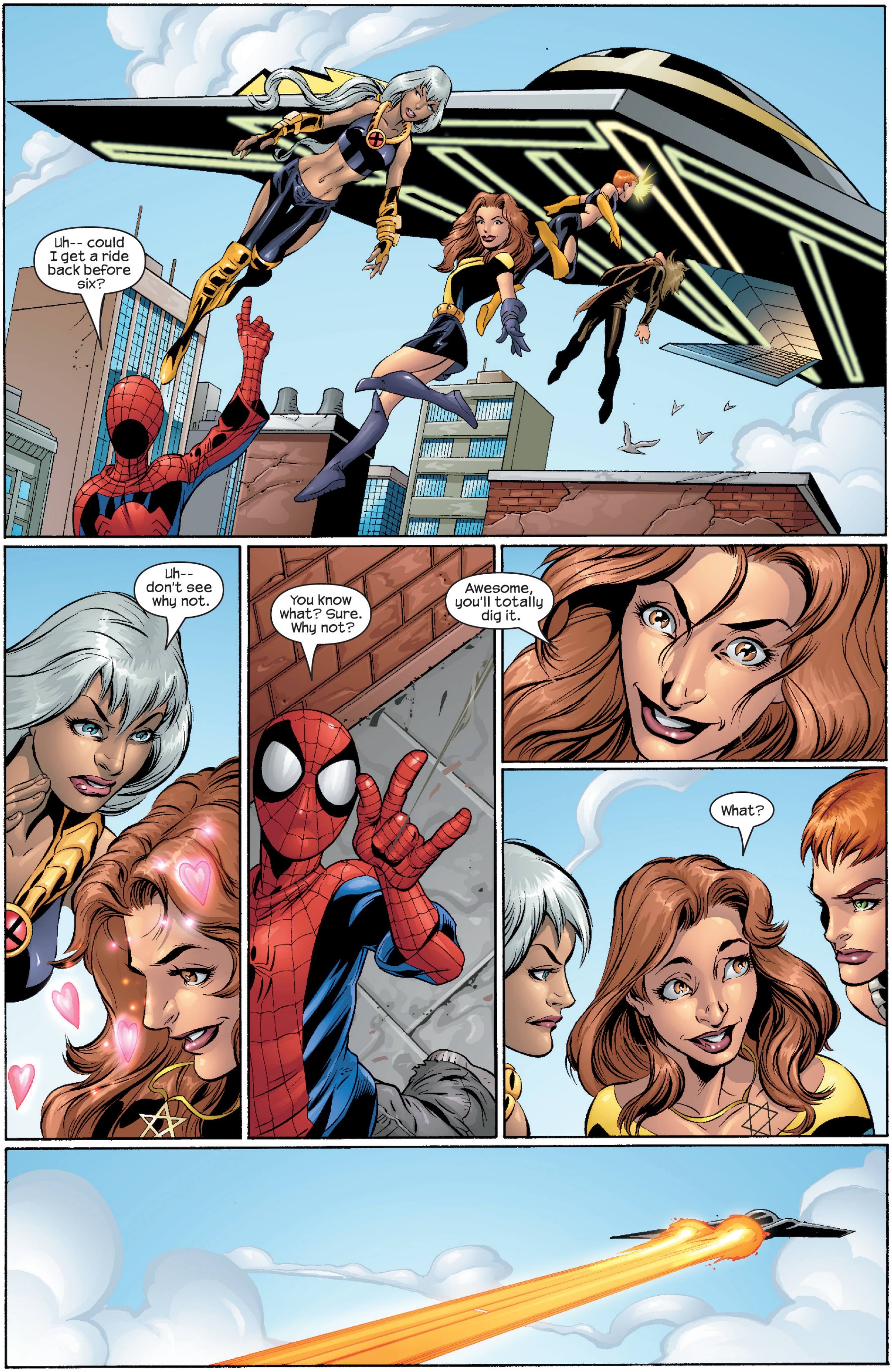

THUMP
Annnnnd, he fainted *again.*
Okay, *that* time was my fault.
What did you do?
I was just saying "hi".
With your mind?
Yes.
No wonder.
What are we going to do with him now?
What were you going to do with him *before?*
He *did* blow up a--
The police are going to arrest him at his house for that idiot move at his school.
That's-- that's not good for our cause.
But we don't even know if he *is* a mutant.
Wait, *what?*
Let the professor deal with that-- that's not for us to--
It's all so strange. I thought the mutant gene was--
Wait, what?
He's *not* a mutant?
'Cause you just said he *was.*
Call the professor.
Call the professor.
Professor?
Is he a mutant or not?
Good morning, angels.
I was monitoring your mission, but I have my hands full back here.
Whoah!!
What should we do with him?
Usually I would say let's go through the proper authorities, but this *is* a special case.
Should we bring him back to the school?
If we leave him, the police will be involved and I really would like to examine him. But technically it is kidnapping.

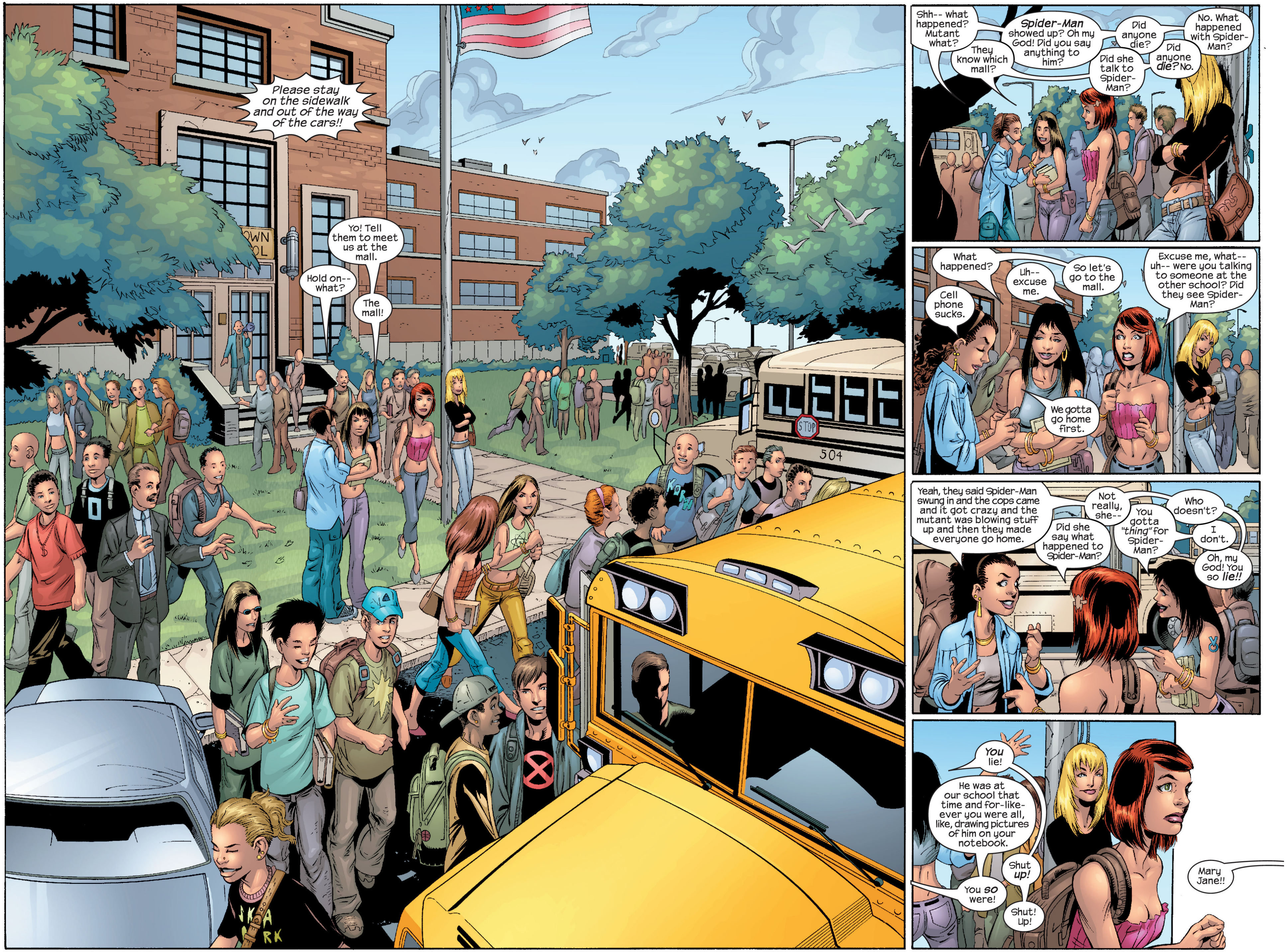

Technically, it's kidnapping?
Should we bring him to the school or not?
I say: yes.
Bring him. The equipment I need to examine him is here and nowhere else.

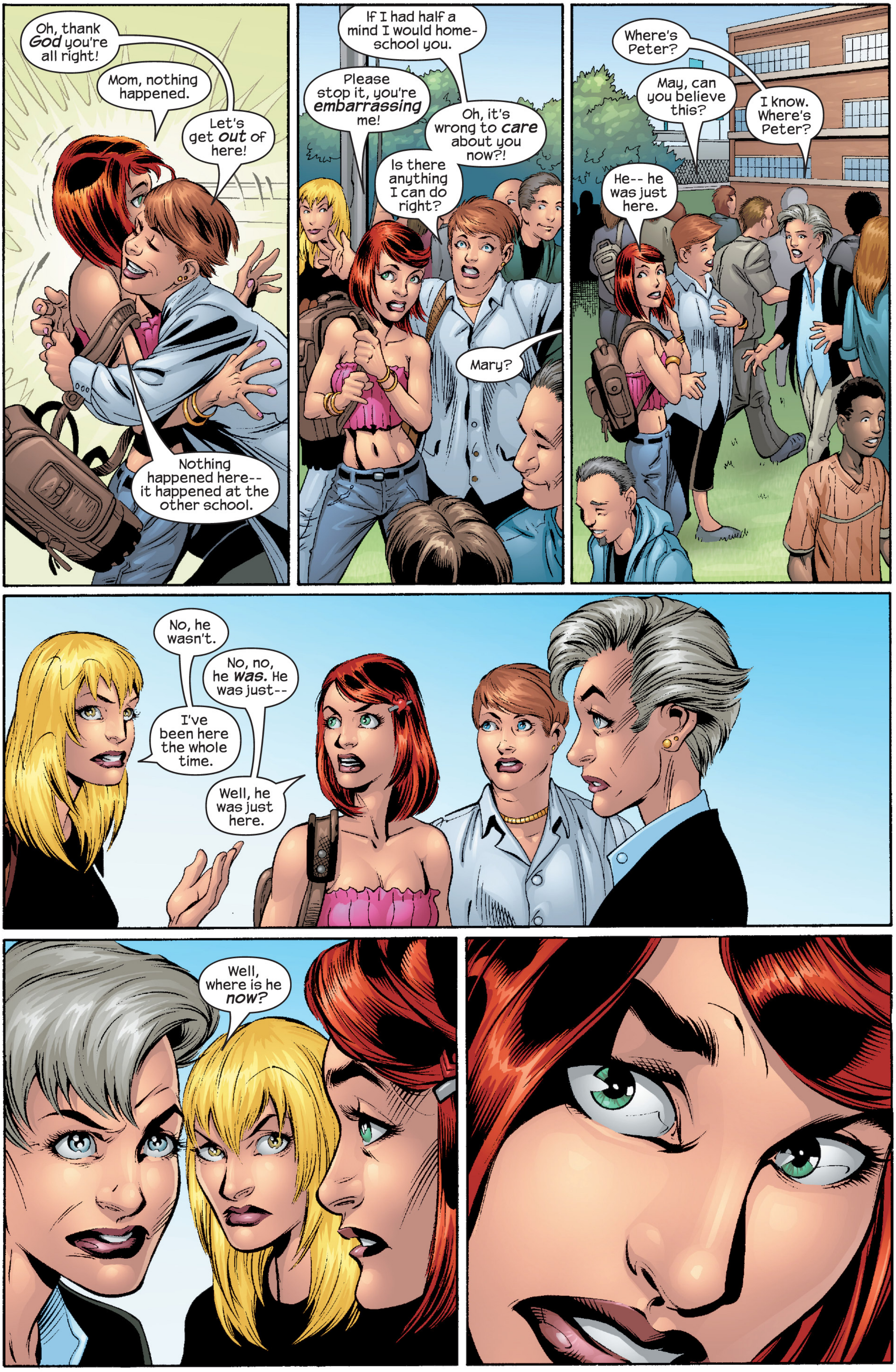

Oh, my God-- wait.
Are you the professor, Charles Xavier?
He's gone.
Hello?
He's gone.
How do you know?
Maybe he says he is *"hanging up"* and he stays on the line.
You're an odd little man.

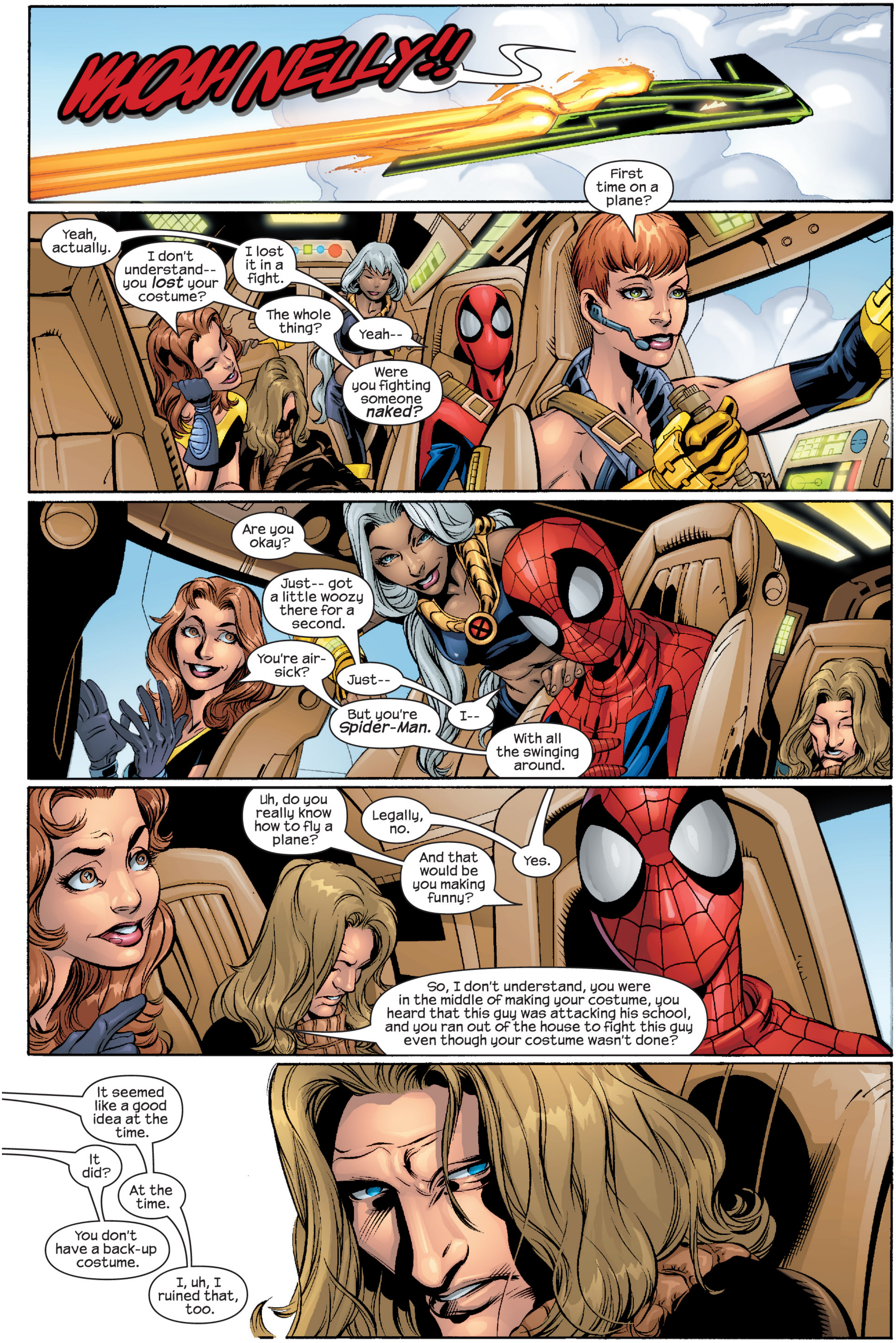

Thanks for your help. Seriously.
Hey! You know what? Come ***with*** us.
What?
Where?
Come see the school.
Uh, Kitty...
We're going to have to fly back here anyhow to take ***him*** home.
So come meet the professor, he's awesome.

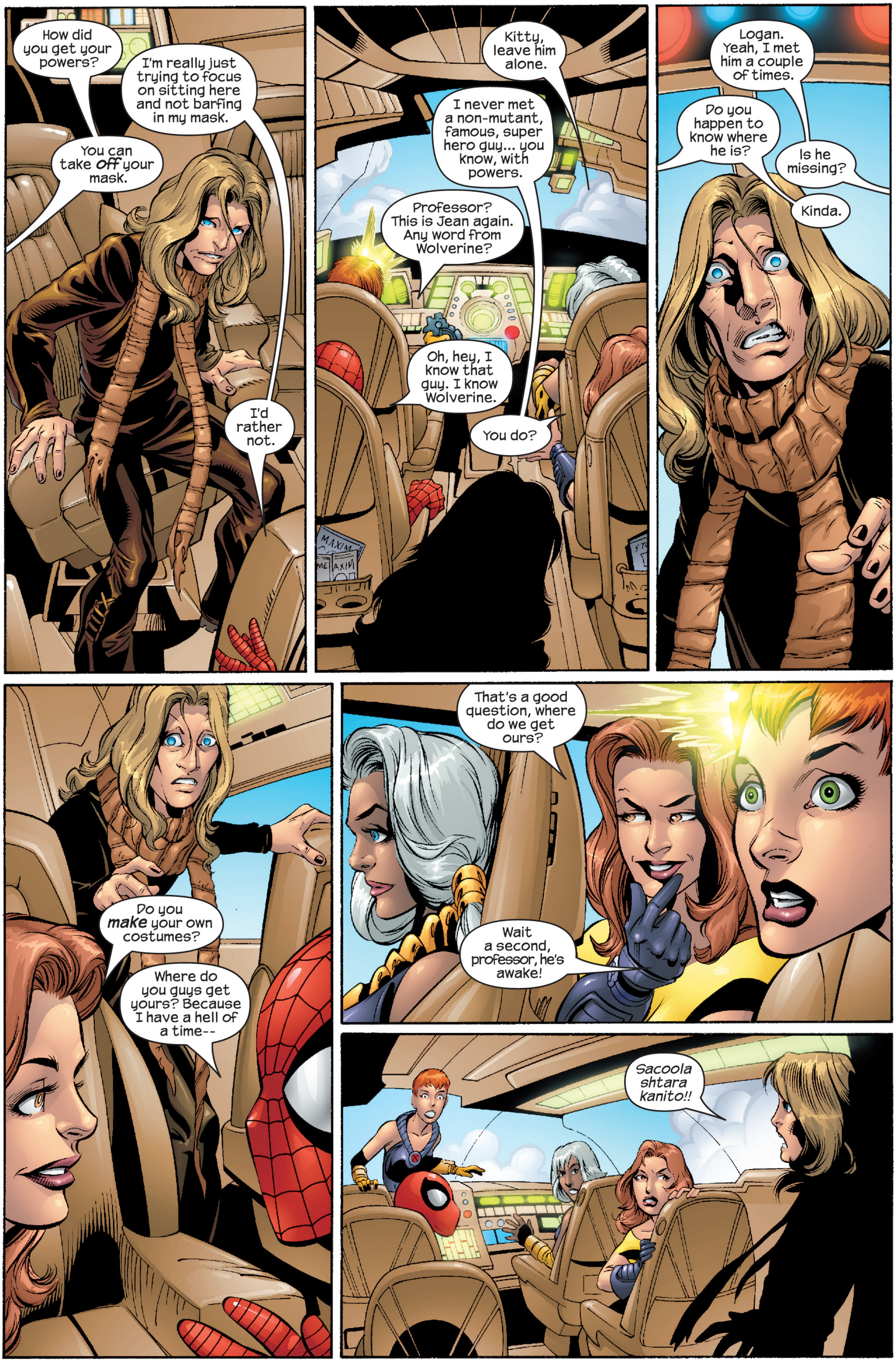

Yeah-- but I gotta get back. I have--
Come ***on!***
Kitty, he said he has to--
In the plane?
Unless you can fly? You can meet the professor.
(I ***would*** like to meet him.)
Well, we do have to go. The plane is sort of illegally parked.

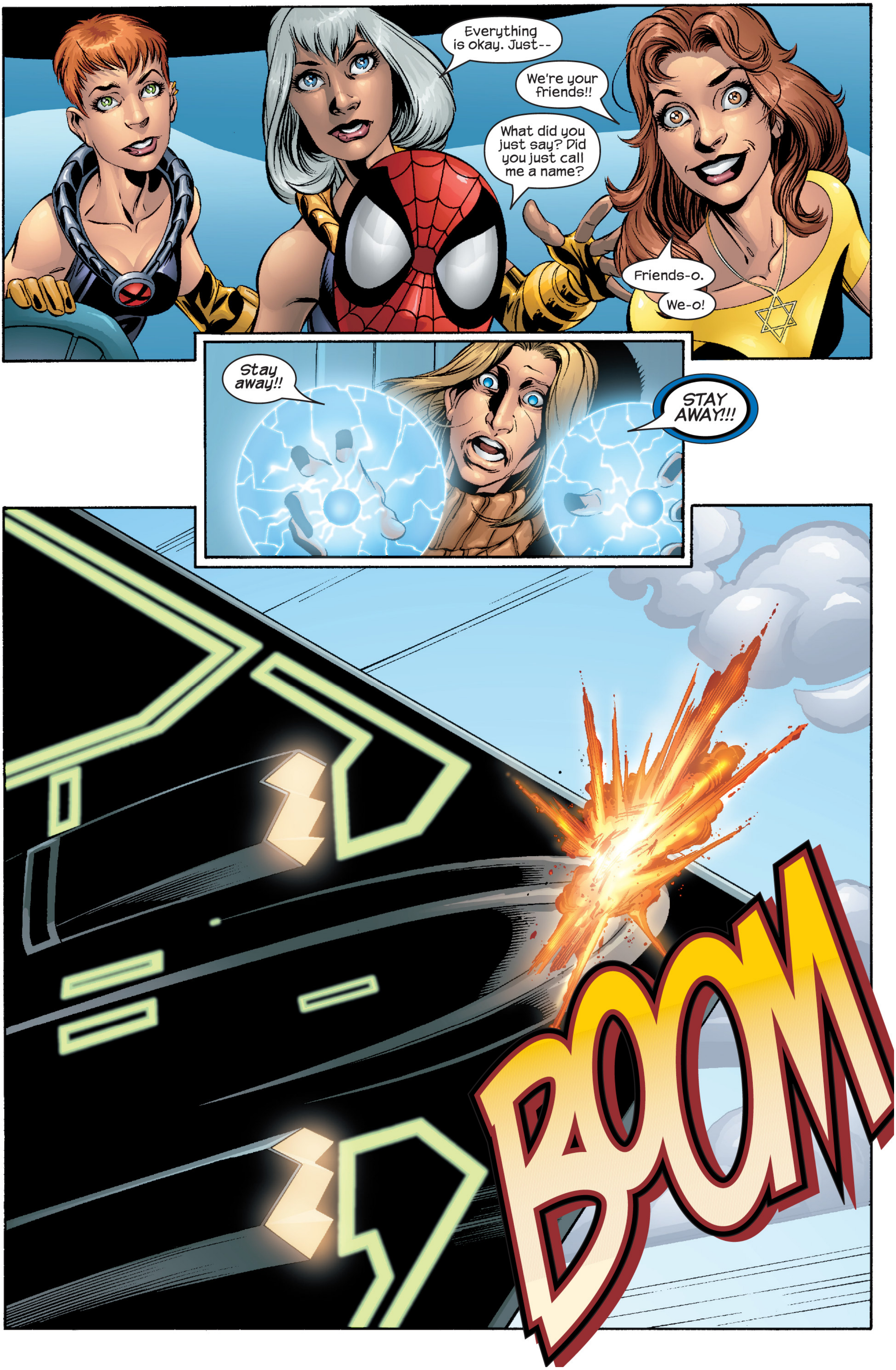

Uh-- could I get a ride back before six?
Uh-- don't see why not.
You know what? Sure. Why not?
Awesome, you'll totally dig it.
What?

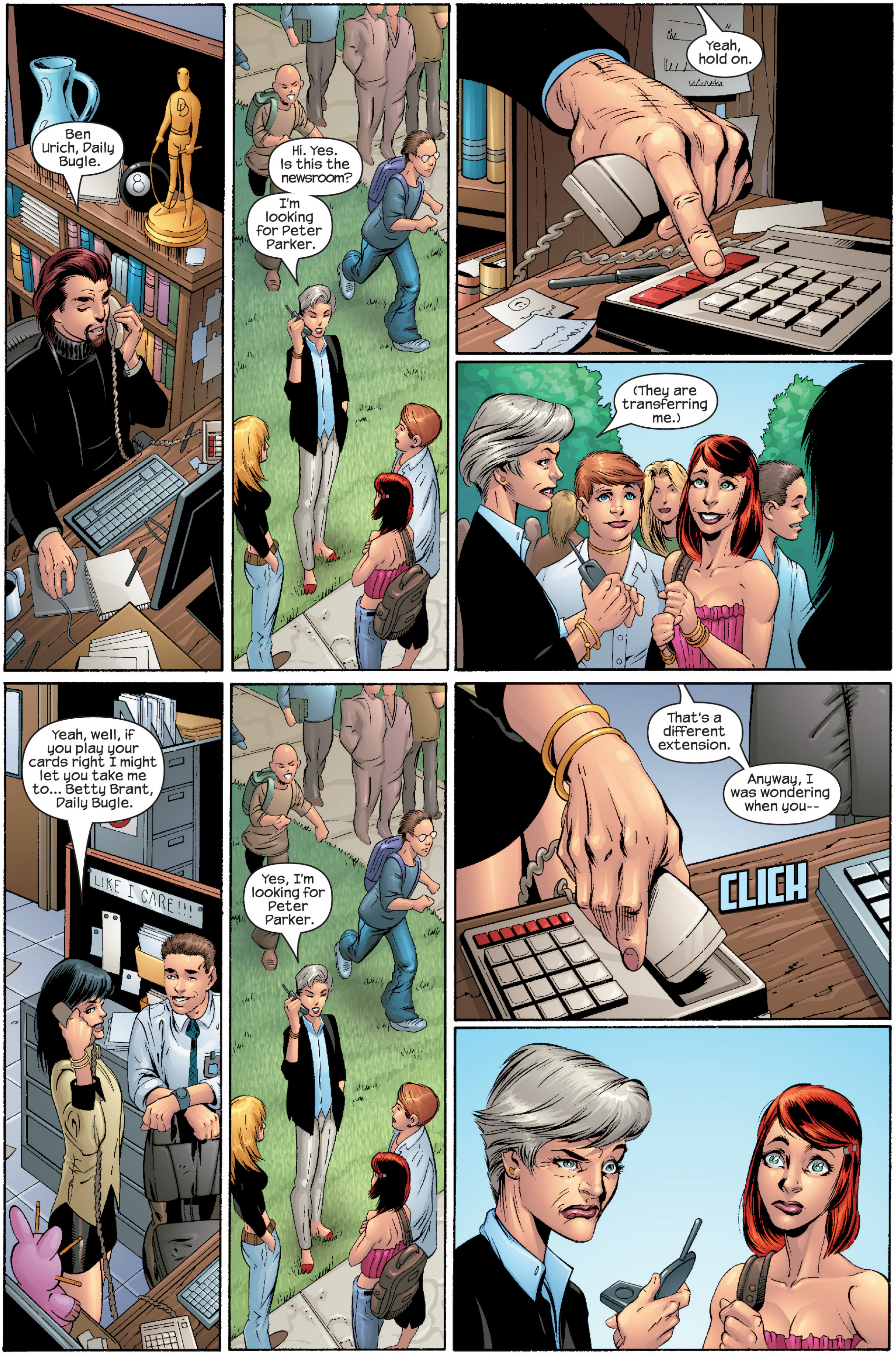

Please stay on the sidewalk and out of the cars!!
OWN
OL
Yo! Tell them to meet us at the mall.
Hold on-- what?
The mall!
STOP
504
Shh-- what happened? Mutant what?
They know which mall?
Spider-Man showed up? Oh my God! Did you say anything to him?
Did anyone die?
Did she talk to Spider-Man?
No. What happened with Spider-Man?
Did anyone die? No.
What happened?
Cell phone sucks.
Uh-- excuse me.
So let's go to the mall.
Excuse me, what-- uh-- were you talking to someone at the other school? Did they see Spider-Man?
We gotta go home first.
Yeah, they said Spider-Man swung in and the cops came and it got crazy and the mutant was blowing stuff up and then they made everyone go home.
Did she say what happened to Spider-Man?
Not really, she--
You gotta "thing" for Spider-Man?
Who doesn't?
I don't.
Oh, my God! You so lie!!
You lie!
He was at our school that time and for-like-ever you were all, like, drawing pictures of him on your notebook.
Shut up!
You so were!
Shut! Up!
Mary Jane!!

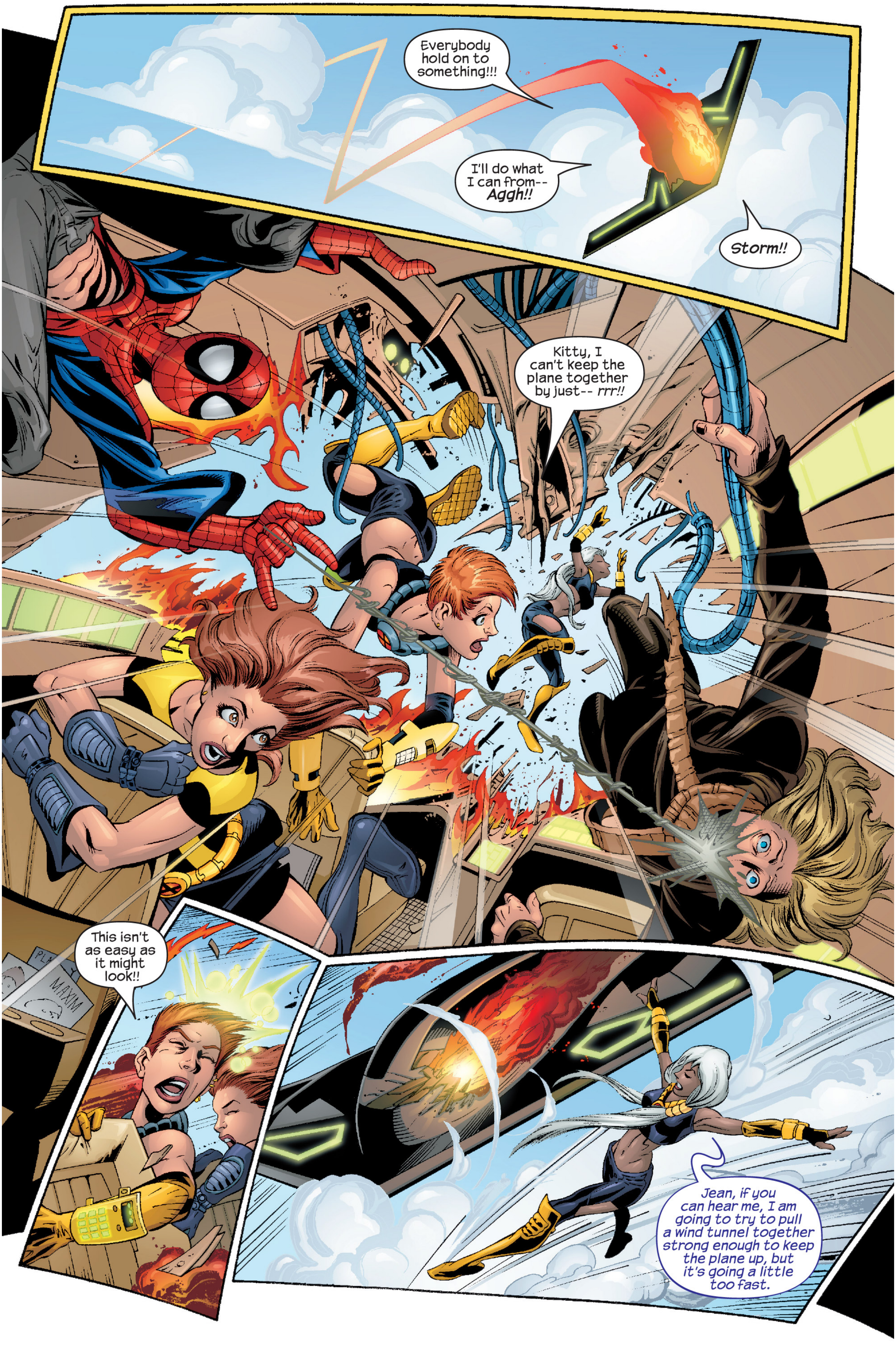

Oh, thank *God* you're all right!
Mom, nothing happened.
Let's get *out* of here!
Nothing happened here-- it happened at the other school.
If I had half a mind I would home-school you.
Please stop it, you're ***embarrassing*** me!
Oh, it's wrong to ***care*** about you now?!
Is there anything I can do right?
Mary?
Where's Peter?
May, can you believe this?
I know. Where's Peter?
He-- he was just here.
No, he wasn't.
No, no, he ***was.*** He was just--
I've been here the whole time.
Well, he was just here.
Well, where is he ***now?***

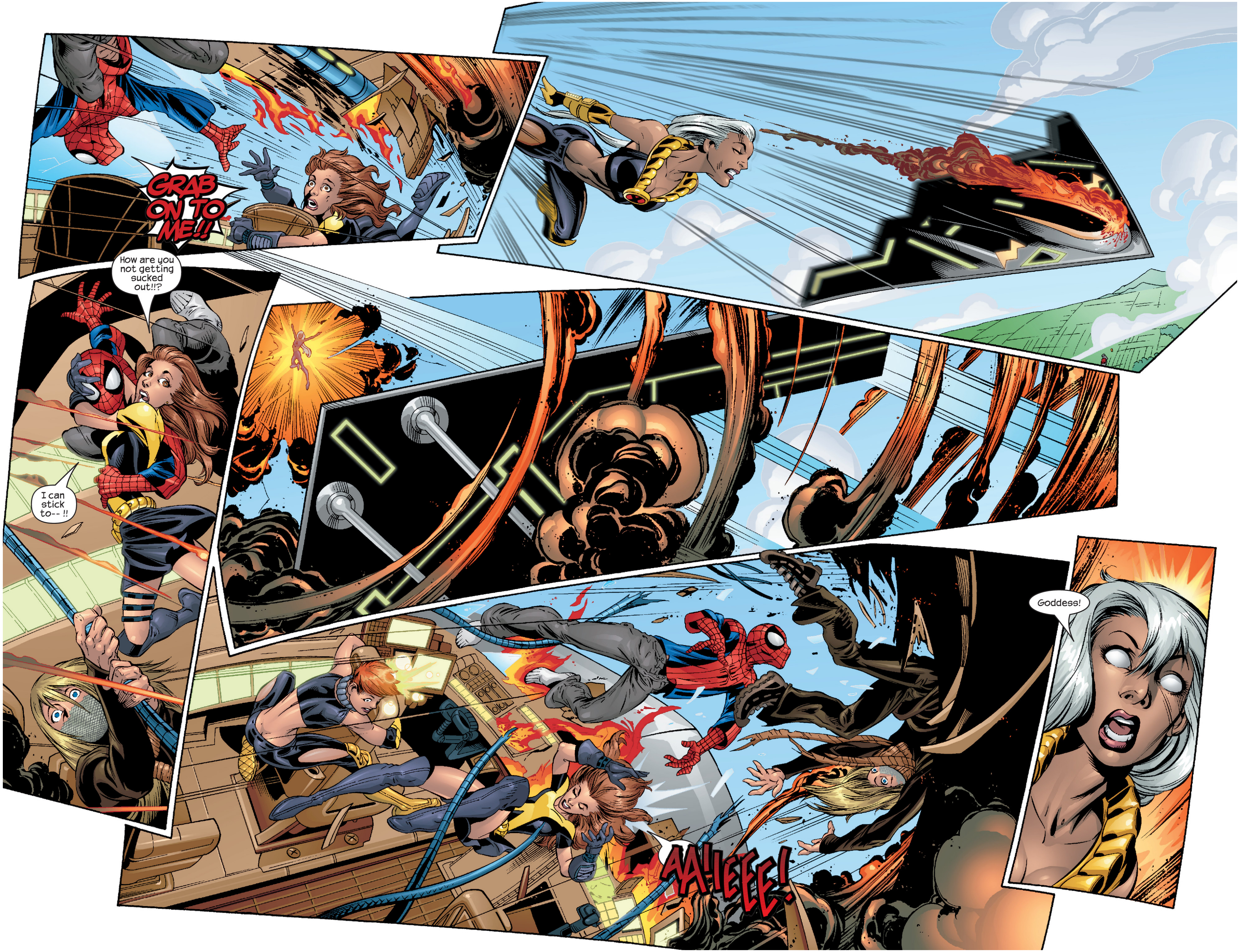

WHOAH NELLY!!
First time on a plane?
Yeah, actually.
I don't understand-- you *lost* your costume?
I lost it in a fight.
The whole thing?
Yeah--
Were you fighting someone *naked?*
Are you okay?
Just-- got a little woozy there for a second.
You're air-sick?
Just--
But you're *Spider-Man.*
I--
With all the swinging around.
Uh, do you really know how to fly a plane?
Yes.
Legally, no.
And that would be you making funny?
So, I don't understand, you were in the middle of making your costume, you heard that this guy was attacking his school, and you ran out of the house to fight this guy even though your costume wasn't done?
It seemed like a good idea at the time.
It did?
At the time.
You don't have a back-up costume.
I, uh, I ruined that, too.

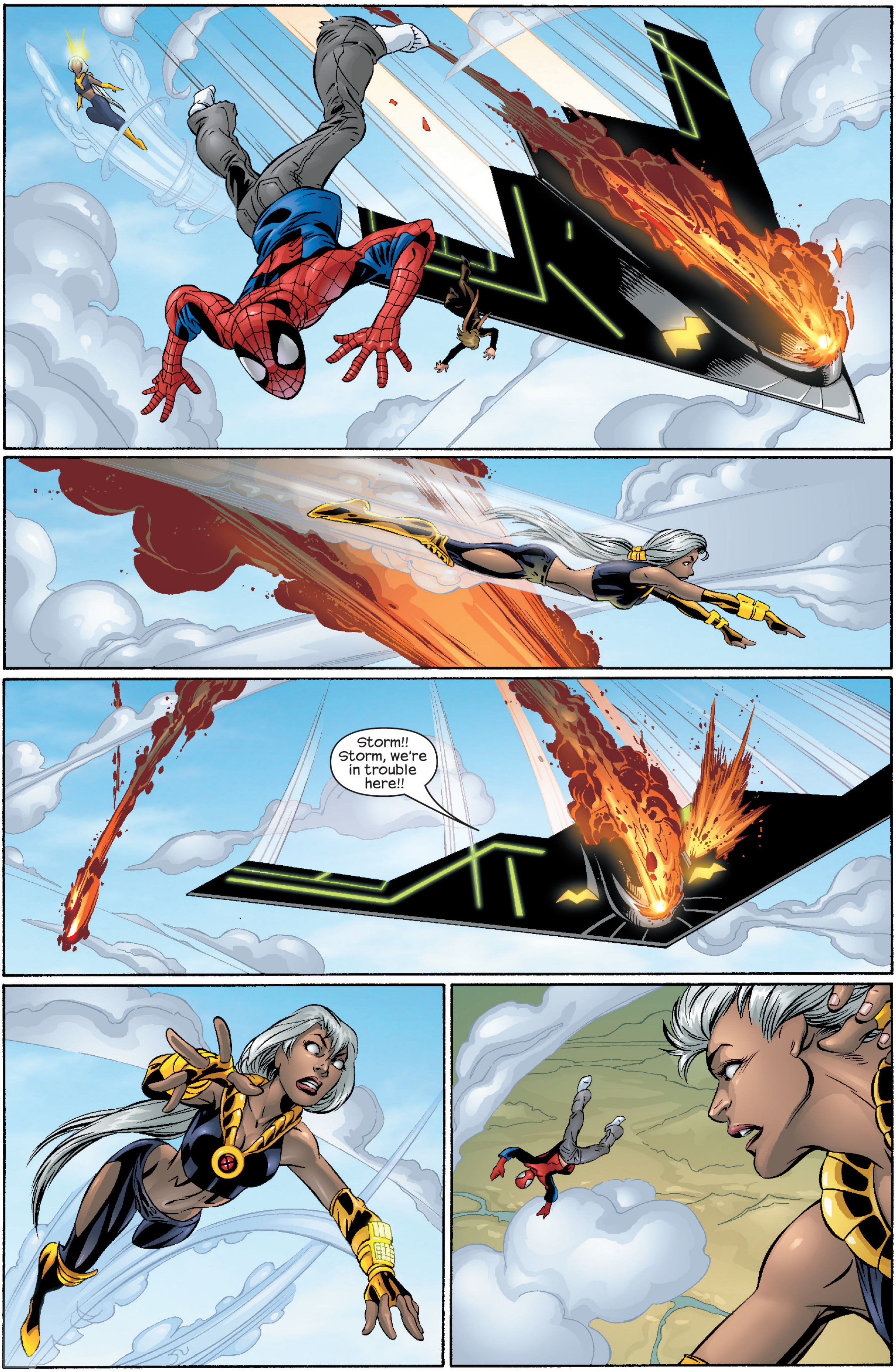

How did you get your powers?
I'm really just trying to focus on sitting here and not barfing in my mask.
You can take ***off*** your mask.
I'd rather not.
Kitty, leave him alone.
I never met a non-mutant, famous, super hero guy... you know, with powers.
Professor? This is Jean again. Any word from Wolverine?
Oh, hey, I know that guy. I know Wolverine.
You do?
Logan. Yeah, I met him a couple of times.
Do you happen to know where he is?
Is he missing?
Kinda.
Do you ***make*** your own costumes?
Where do you guys get yours? Because I have a hell of a time--
That's a good question, where do we get ours?
Wait a second, professor, he's awake!
Sacoola shtara kanito!!
MAXIM


Everything is okay. Just--
We're your friends!!
What did you just say? Did you just call me a name?
Friends-o.
We-o!
Stay away!!
STAY AWAY!!!
BOOM

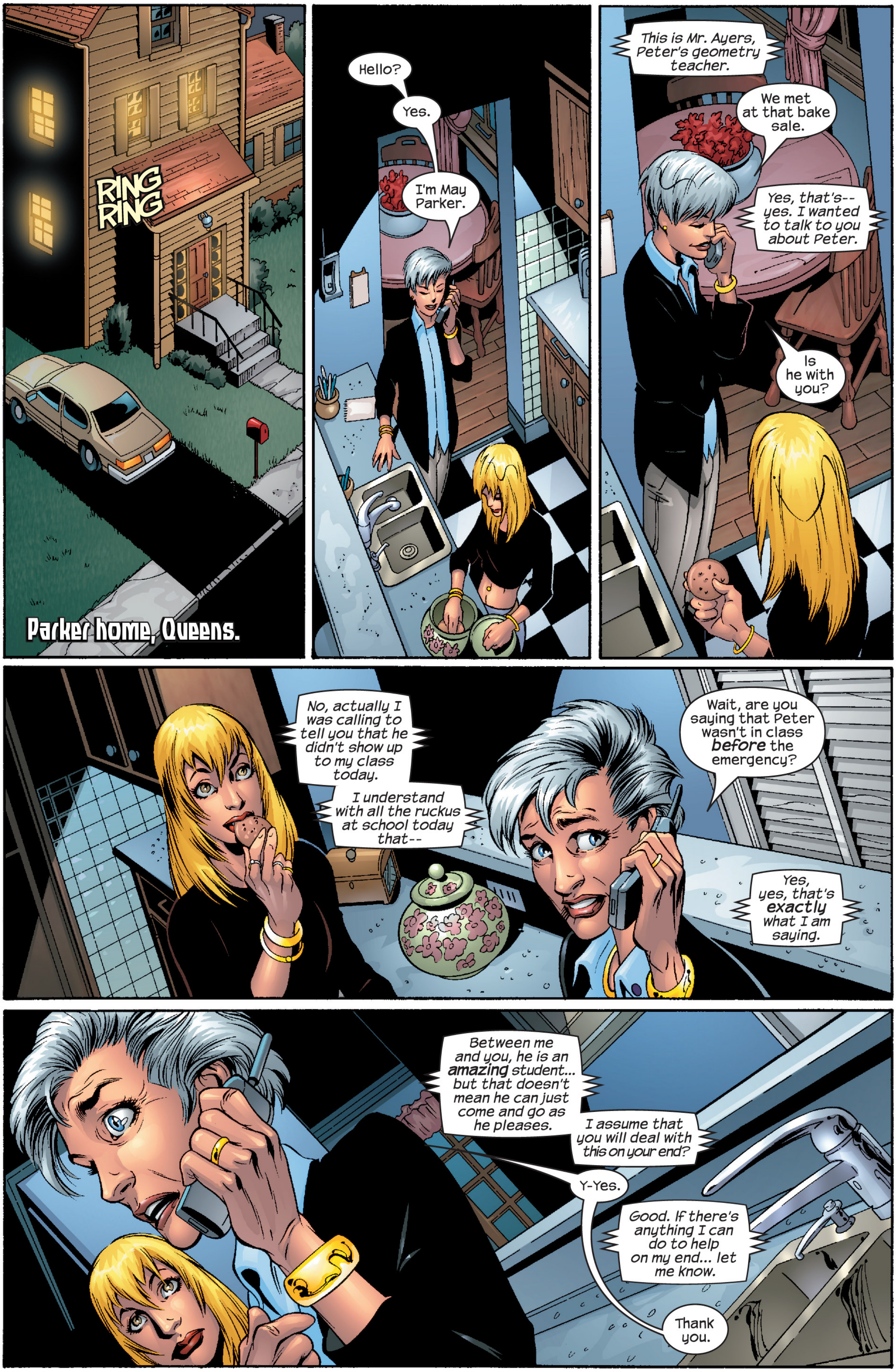

Ben Urich, Daily Bugle.
Hi. Yes. Is this the newsroom?
I'm looking for Peter Parker.
Yeah, hold on.
(They are transferring me.)
Yeah, well, if you play your cards right I might let you take me to... Betty Brant, Daily Bugle.
LIKE I CARE!!!
Yes, I'm looking for Peter Parker.
That's a different extension.
Anyway, I was wondering when you--
CLICK

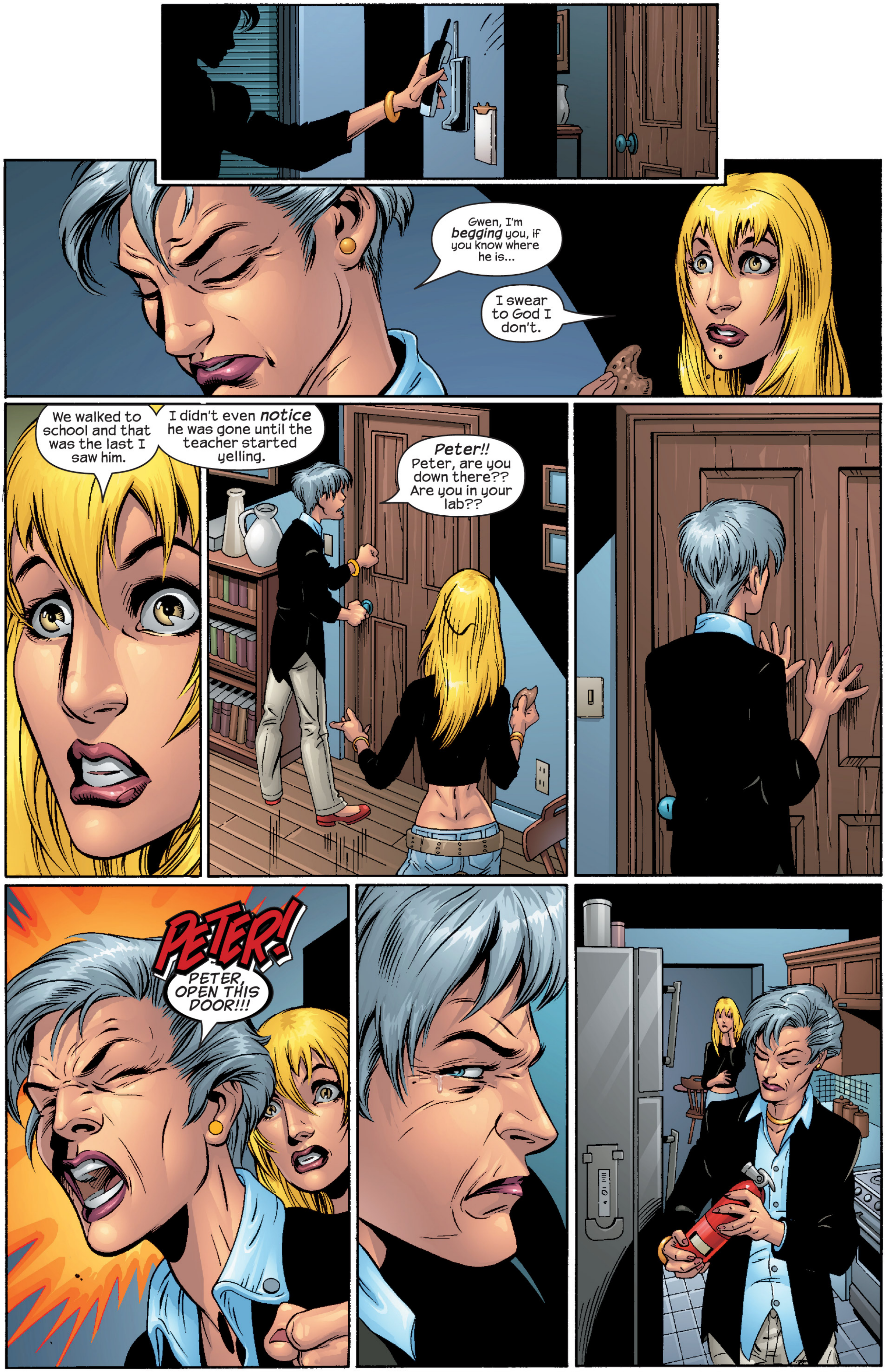

Everybody hold on to something!!!
I'll do what I can from-- *Aggh!!*
Storm!!
Kitty, I can't keep the plane together by just-- *rrr!!*
This isn't as easy as it might look!!
MAXIM
Jean, if you can hear me, I am going to try to pull a wind tunnel together strong enough to keep the plane up, but it's going a little too fast.

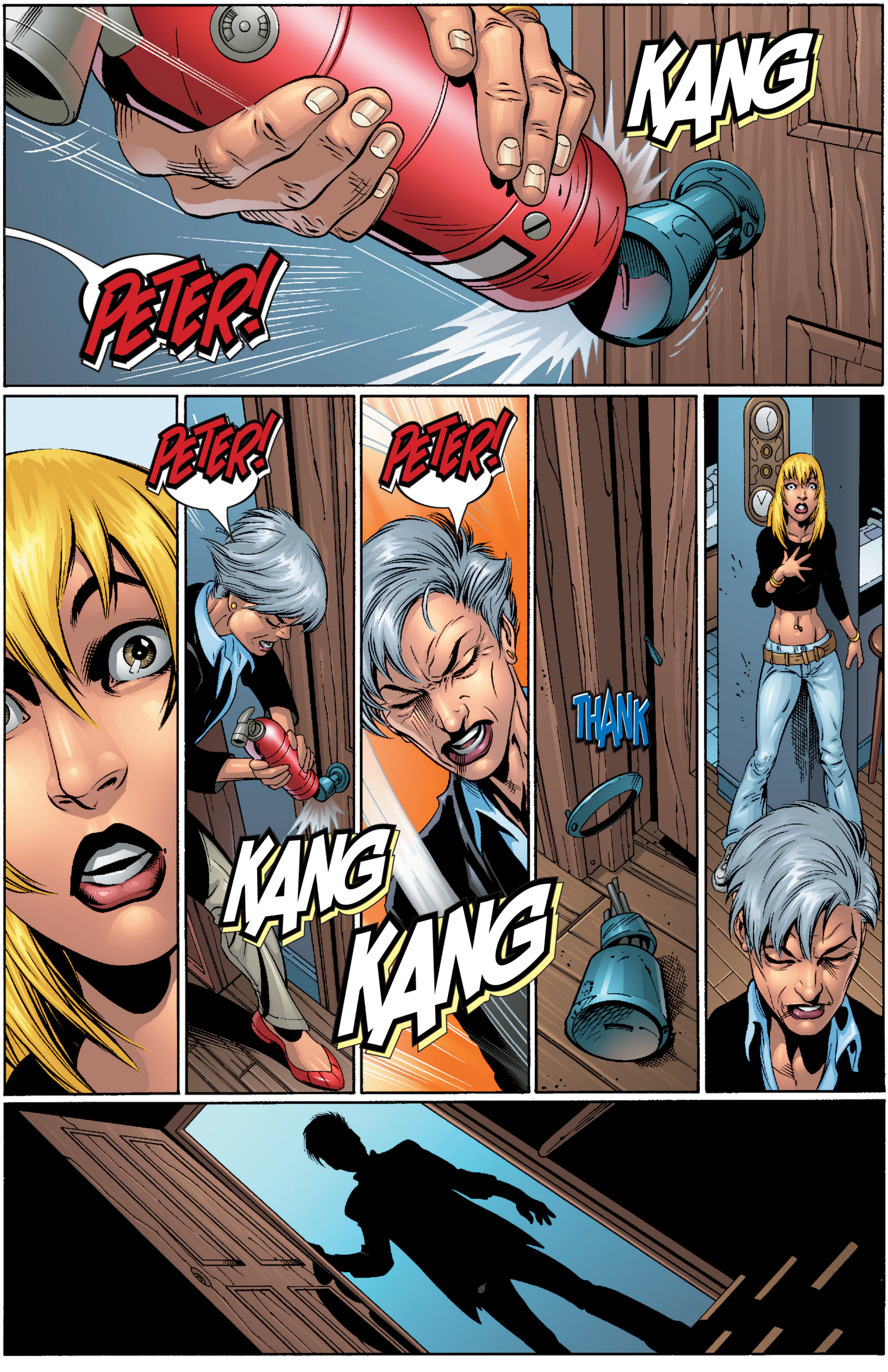

GRAB ON TO ME!!
How are you not getting sucked out!?
I can stick to-- !!
AA-IEEEE!
Goddess!

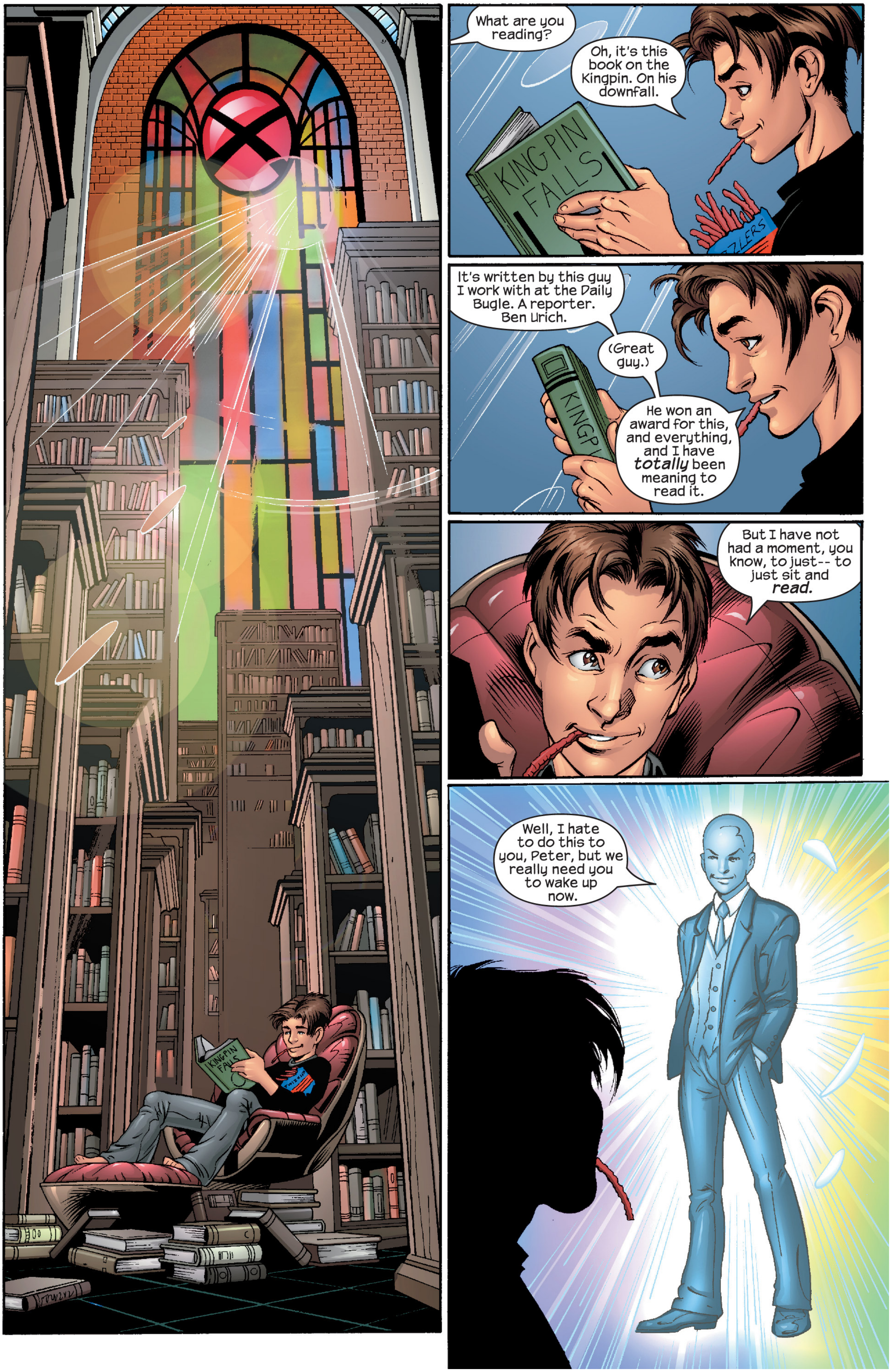

Storm!! Storm, we're in trouble here!!

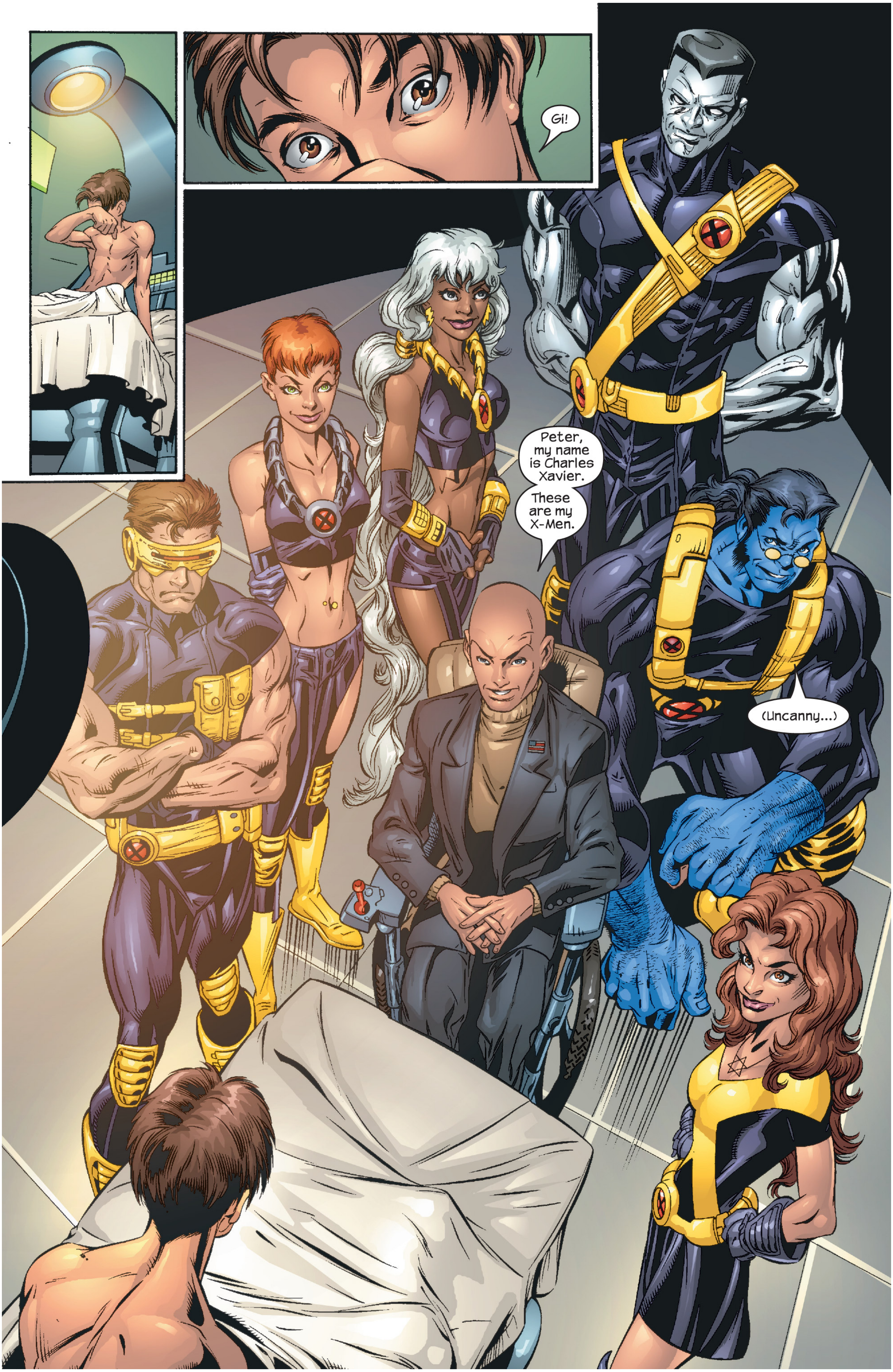
44

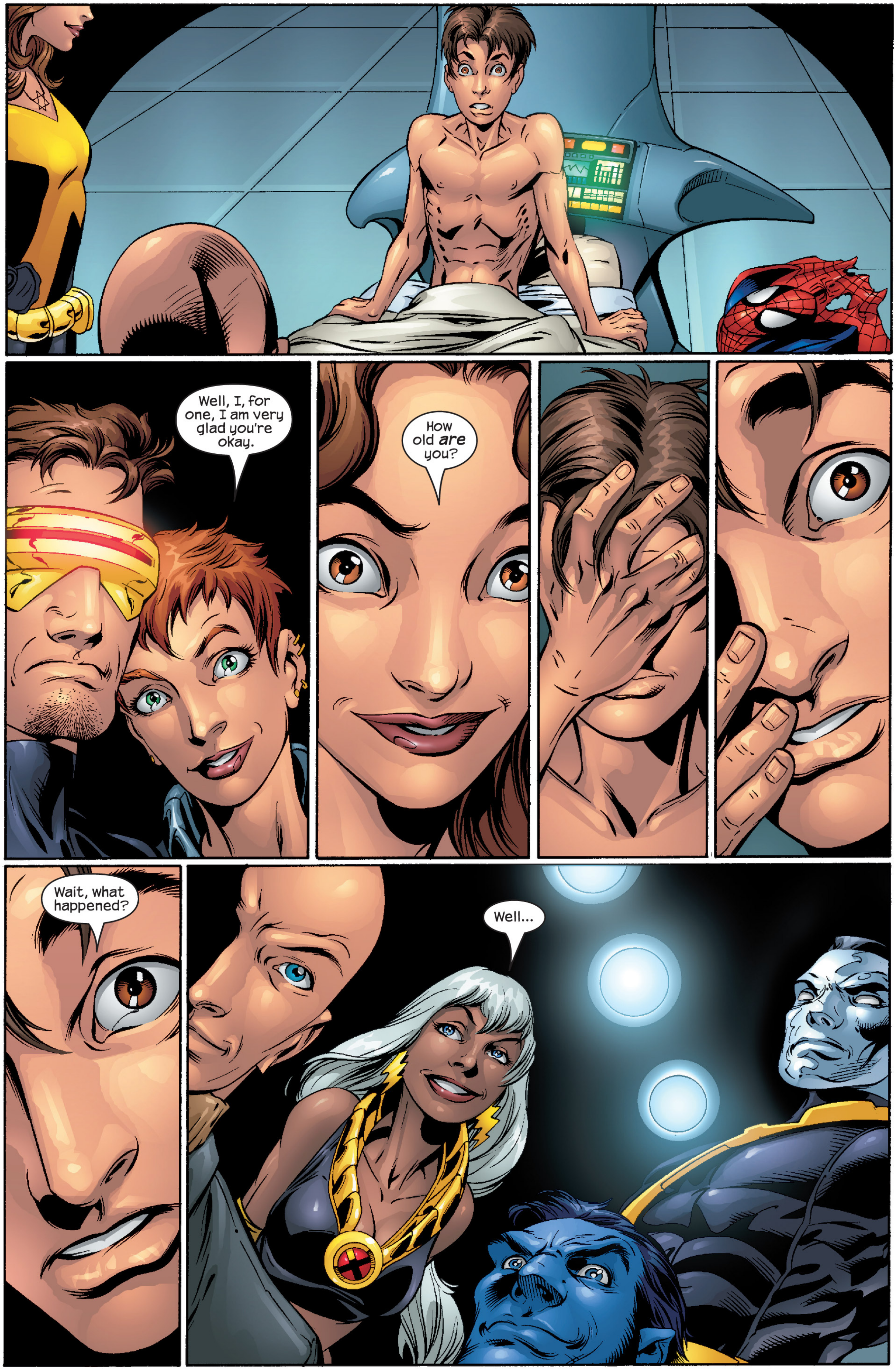

RING RING
Parker home, Queens.
Hello?
Yes.
I'm May Parker.
This is Mr. Ayers, Peter's geometry teacher.
We met at that bake sale.
Yes, that's-- yes. I wanted to talk to you about Peter.
Is he with you?
No, actually I was calling to tell you that he didn't show up to my class today.
I understand with all the ruckus at school today that--
Wait, are you saying that Peter wasn't in class **before** the emergency?
Yes, yes, that's ***exactly*** what I am saying.
Between me and you, he is an ***amazing*** student... but that doesn't mean he can just come and go as he pleases.
I assume that you will deal with this on your end?
Y-Yes.
Good. If there's anything I can do to help on my end... let me know.
Thank you.

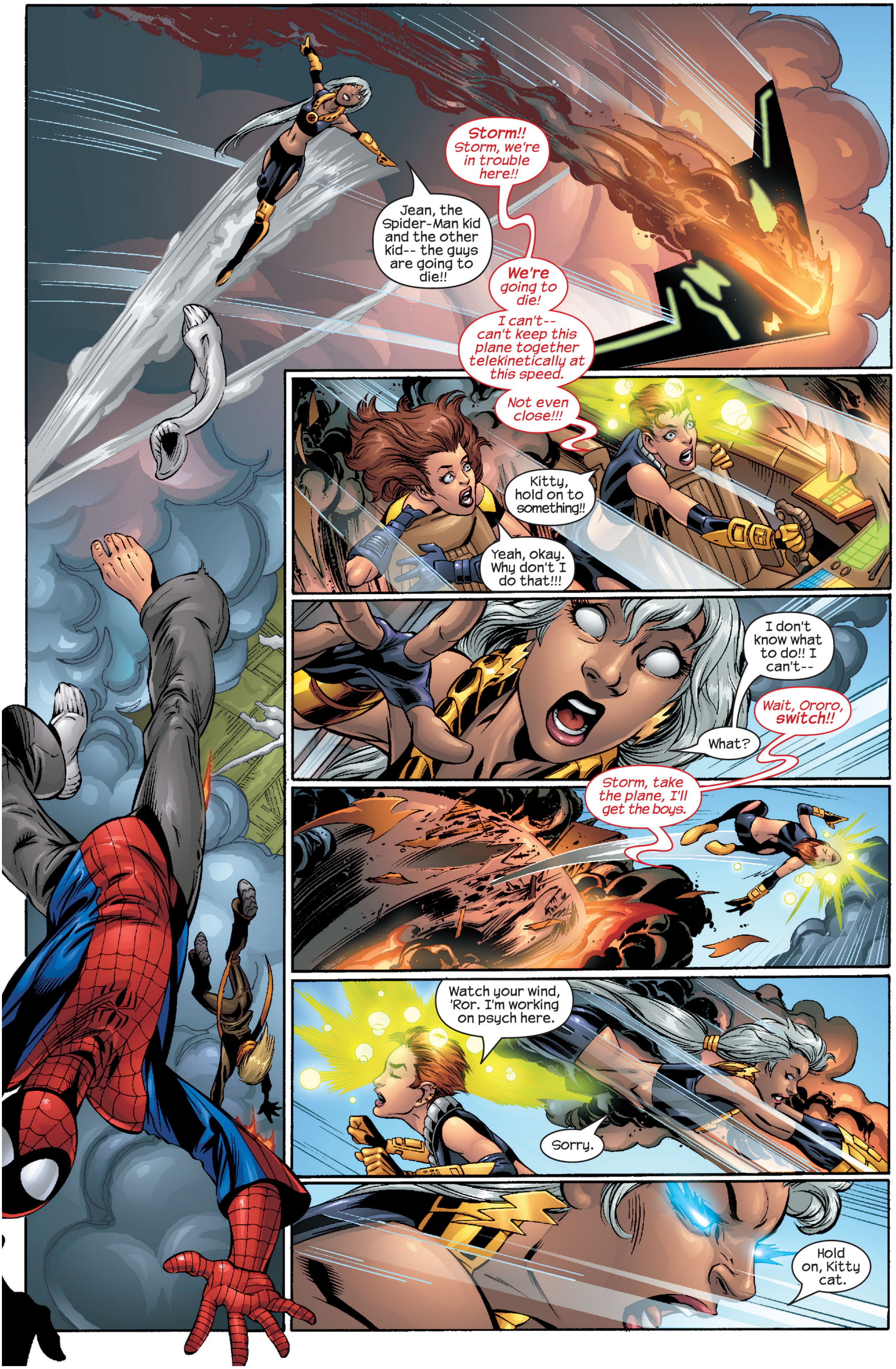

Gwen, I'm *begging* you, if you know where he is...
I swear to God I don't.
We walked to school and that was the last I saw him.
I didn't even *notice* he was gone until the teacher started yelling.
Peter!! Peter, are you down there?? Are you in your lab??
PETER!
PETER, OPEN THIS DOOR!!!

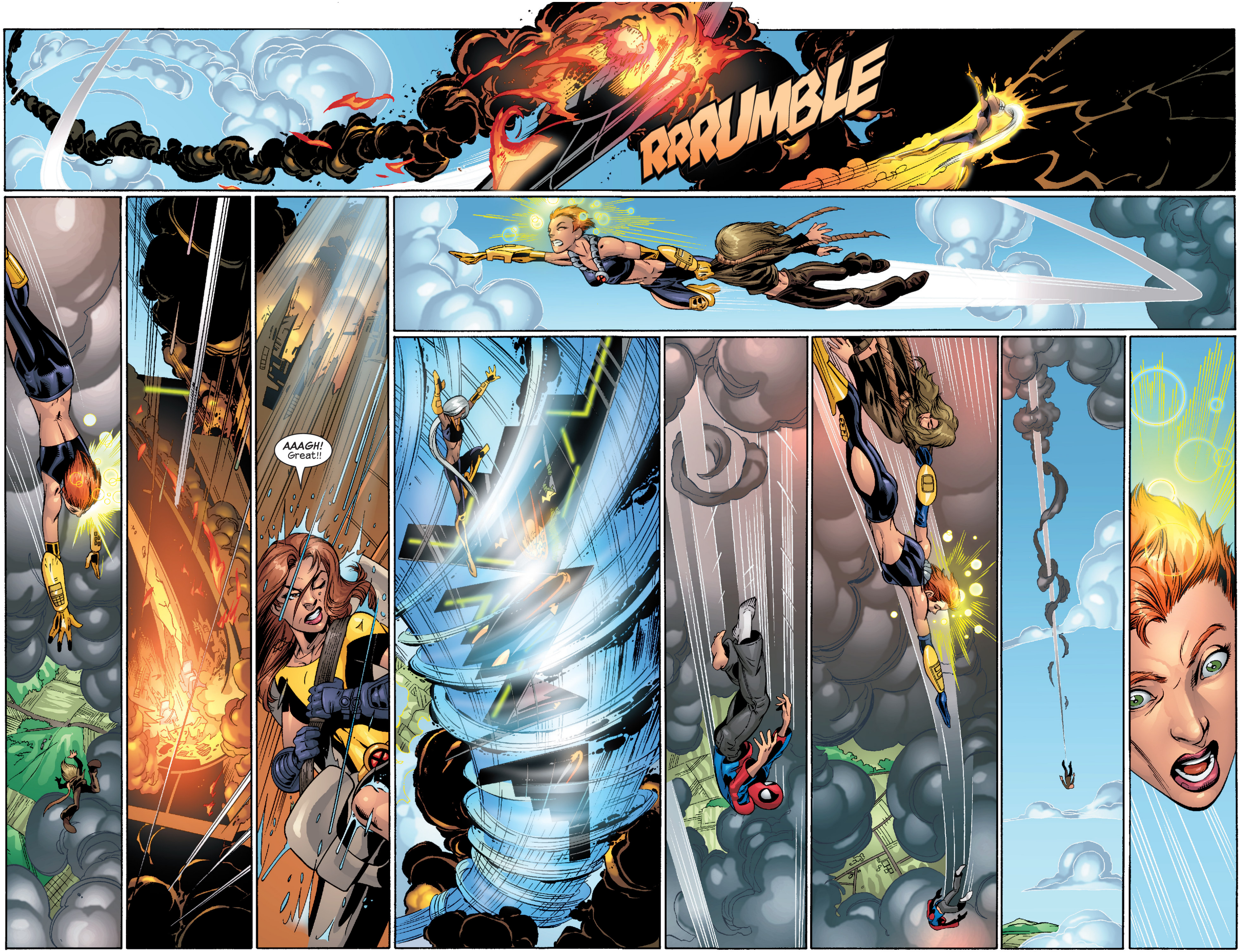

KANG
PETER!
PETER!
KANG
PETER!
KANG
THANK

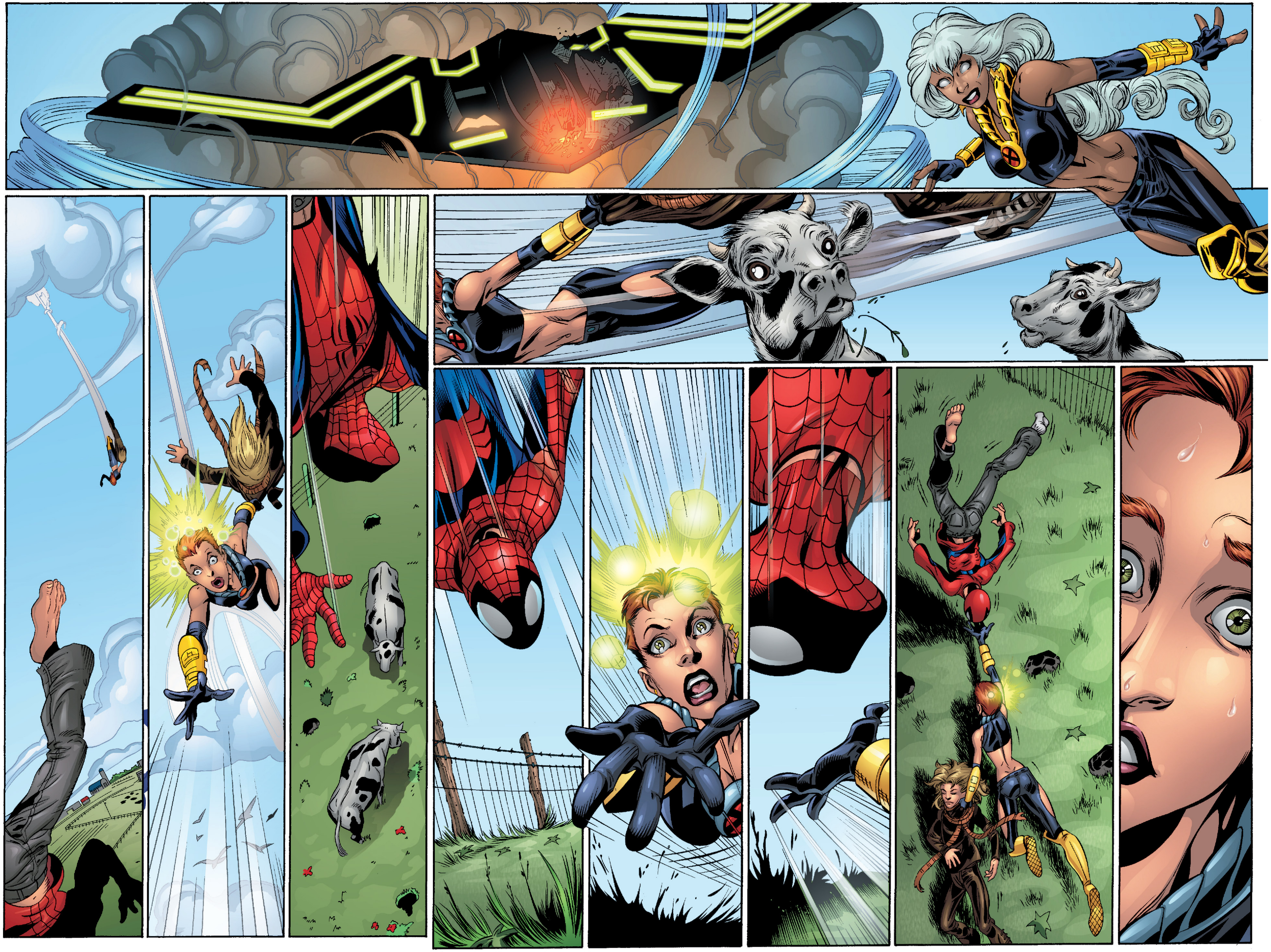

KINGPIN FALLS
What are you reading?
Oh, it's this book on the Kingpin. On his downfall.
KINGPIN FALLS
It's written by this guy I work with at the Daily Bugle. A reporter. Ben Urich.
(Great guy.)
KINGPI
He won an award for this, and everything, and I have *totally* been meaning to read it.
But I have not had a moment, you know, to just-- to just sit and ***read.***
Well, I hate to do this to you, Peter, but we really need you to wake up now.

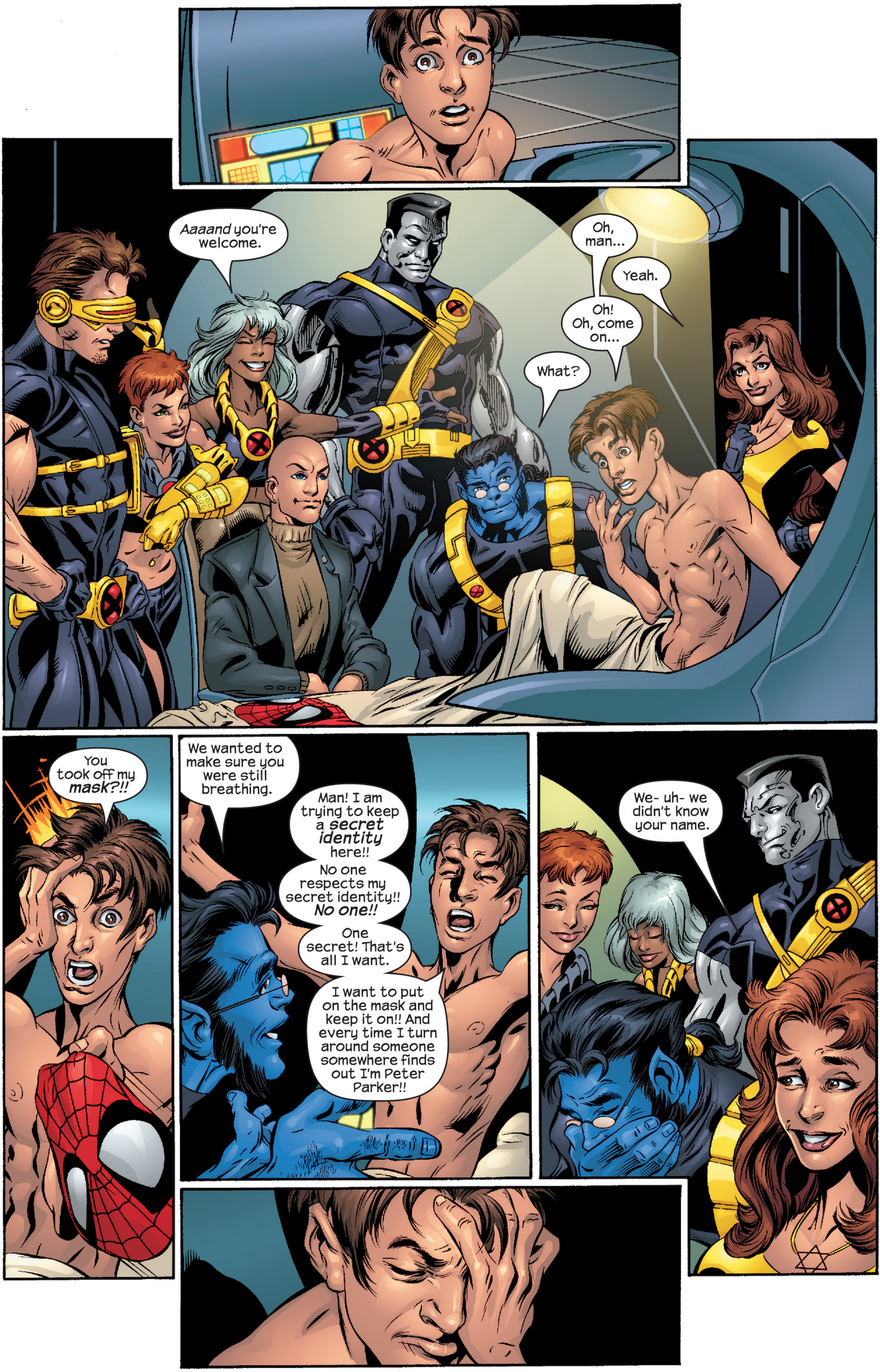

Gi!
Peter, my name is Charles Xavier.
These are my X-Men.
(Uncanny...)

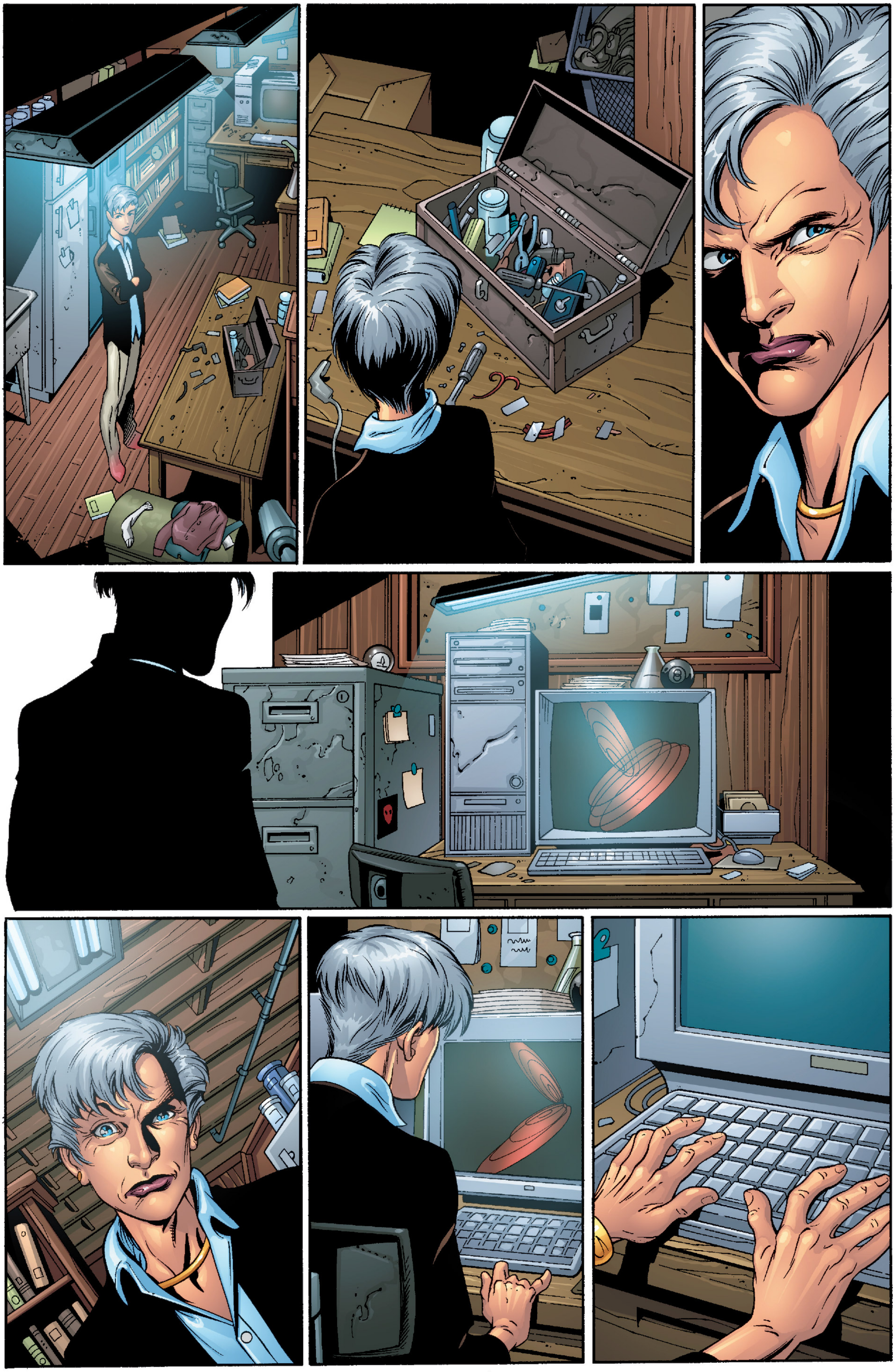

Well, I, for one, I am very glad you're okay.
How old **are** you?
Wait, what happened?
Well...

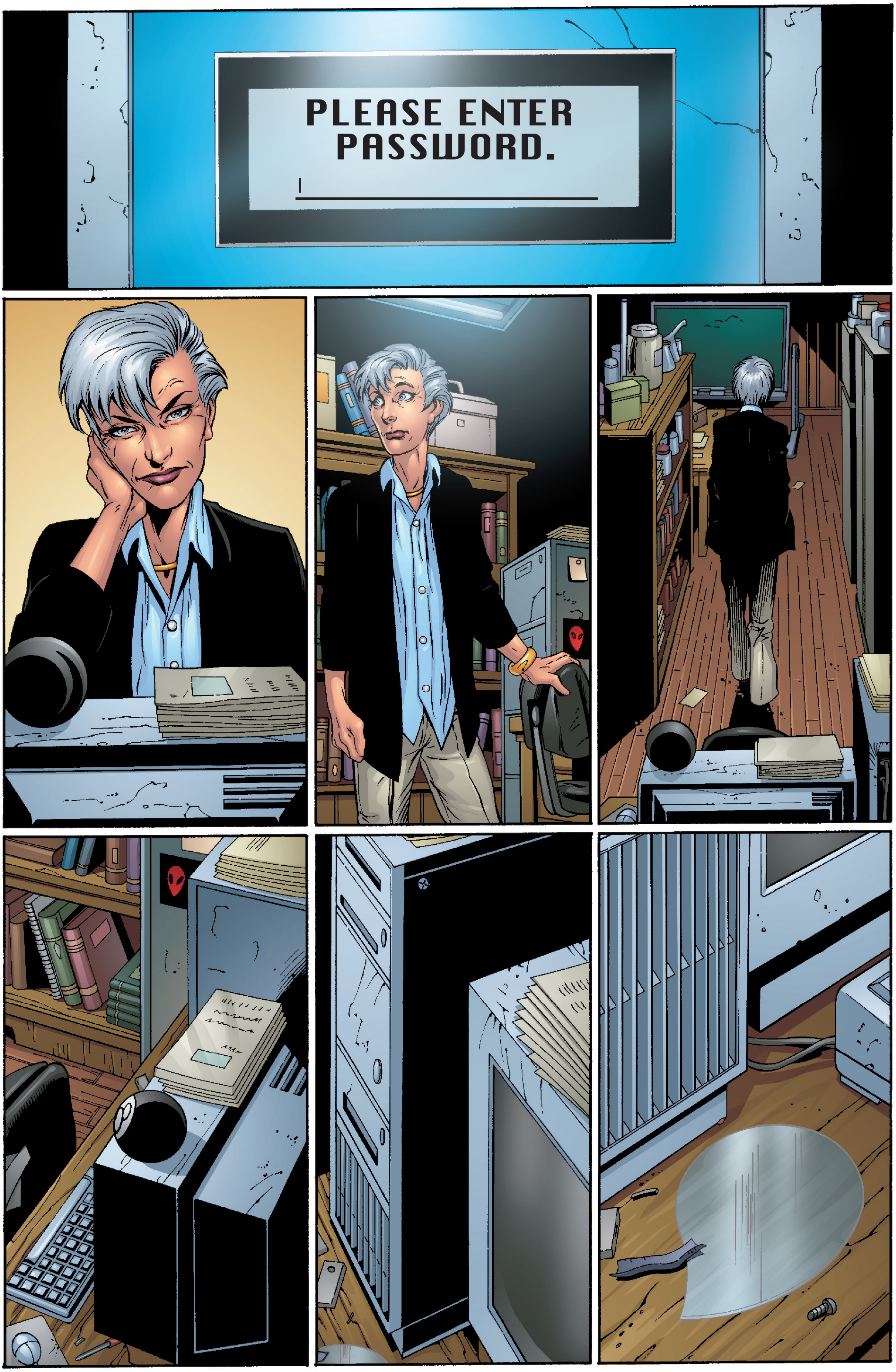

Storm!! Storm, we're in trouble here!!
Jean, the Spider-Man kid and the other kid-- the guys are going to die!!
We're going to die!
I can't-- can't keep this plane together telekinetically at this speed.
Not even close!!!
Kitty, hold on to something!!
Yeah, okay. Why don't I do that!!!
I don't know what to do!! I can't--
Wait, Ororo, switch!!
What?
Storm, take the plane, I'll get the boys.
Watch your wind, 'Ror. I'm working on psych here.
Sorry.
Hold on, Kitty cat.

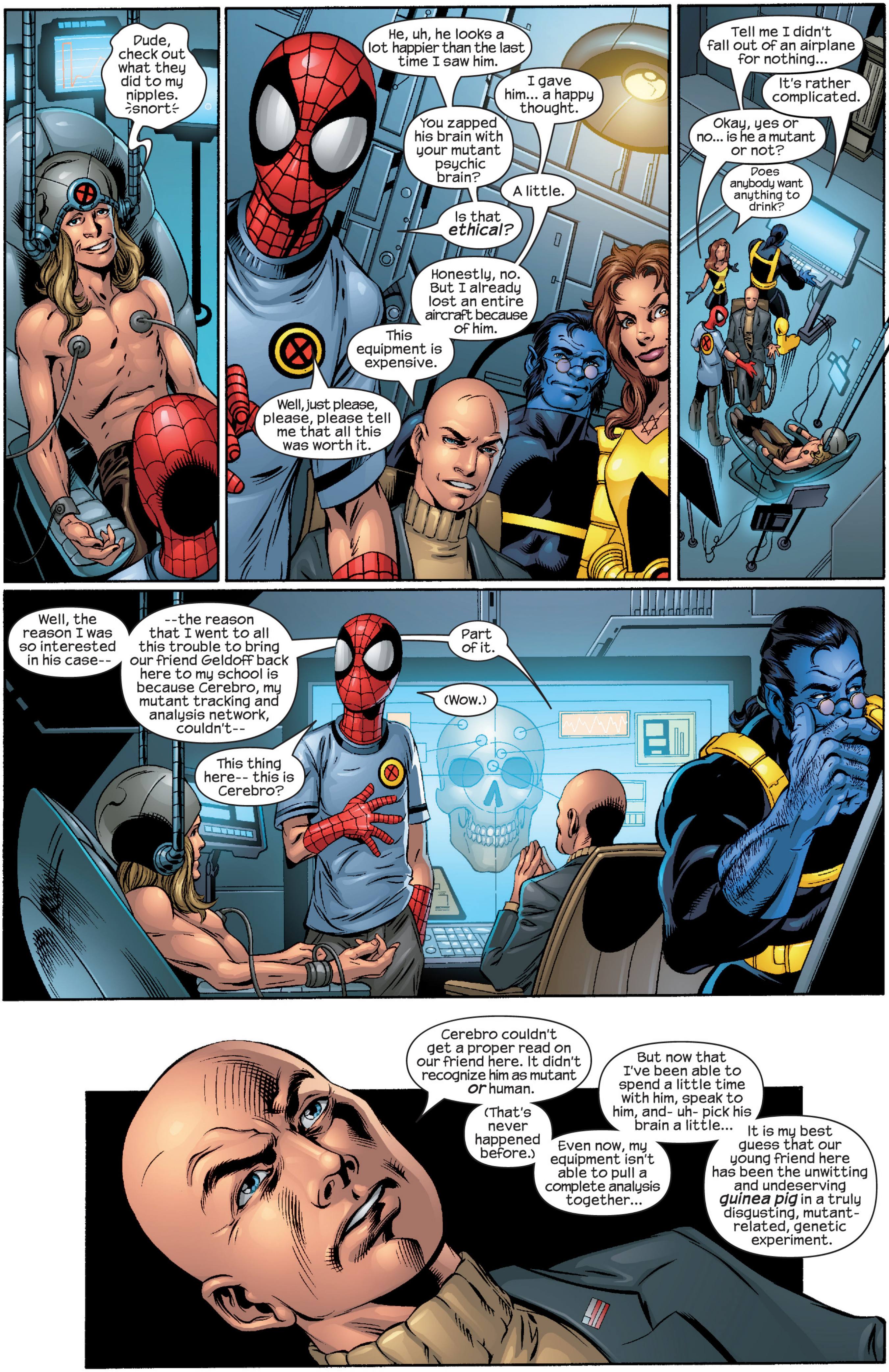

RRRUMBLE
AAAGH! Great!!

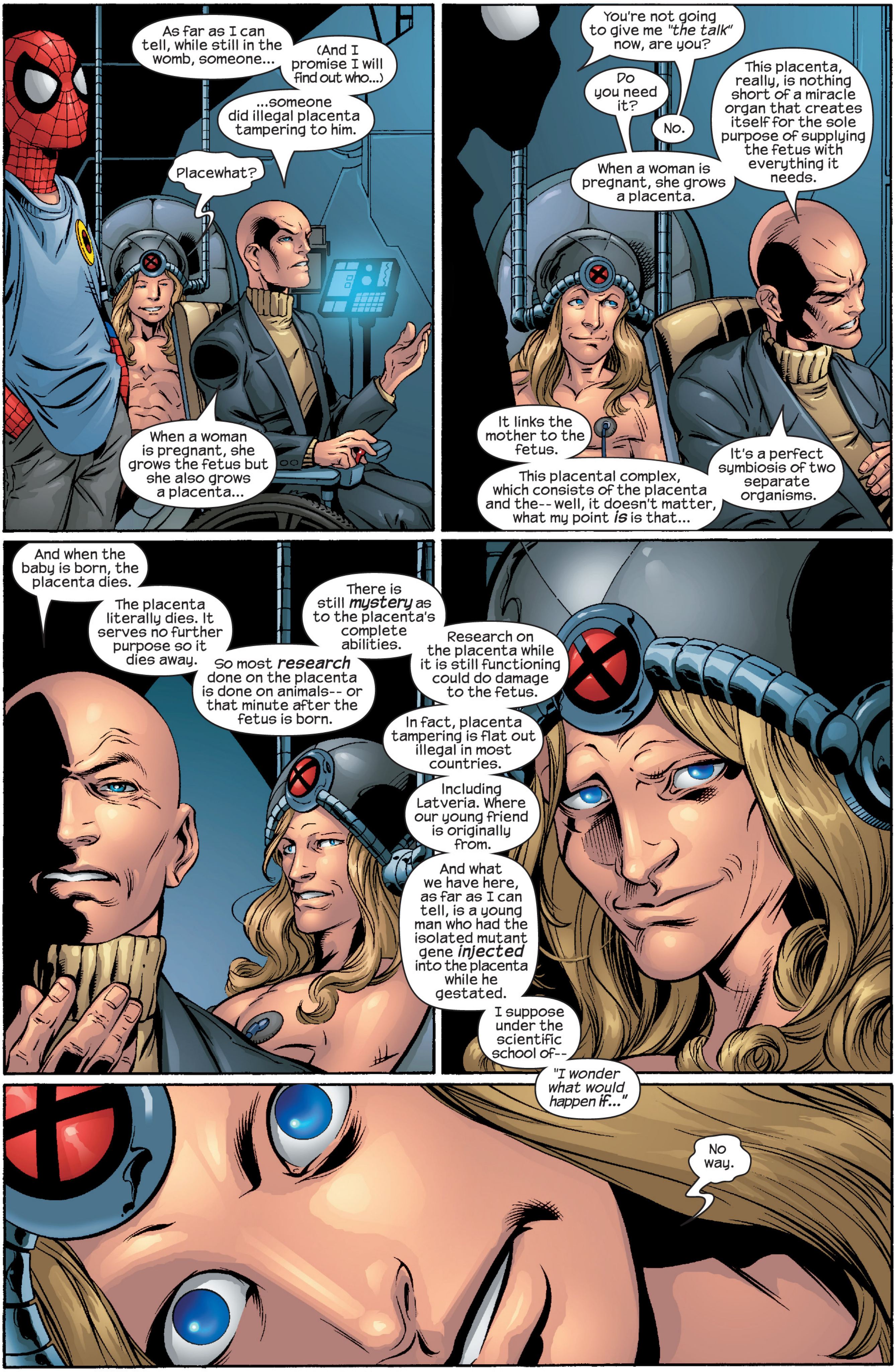


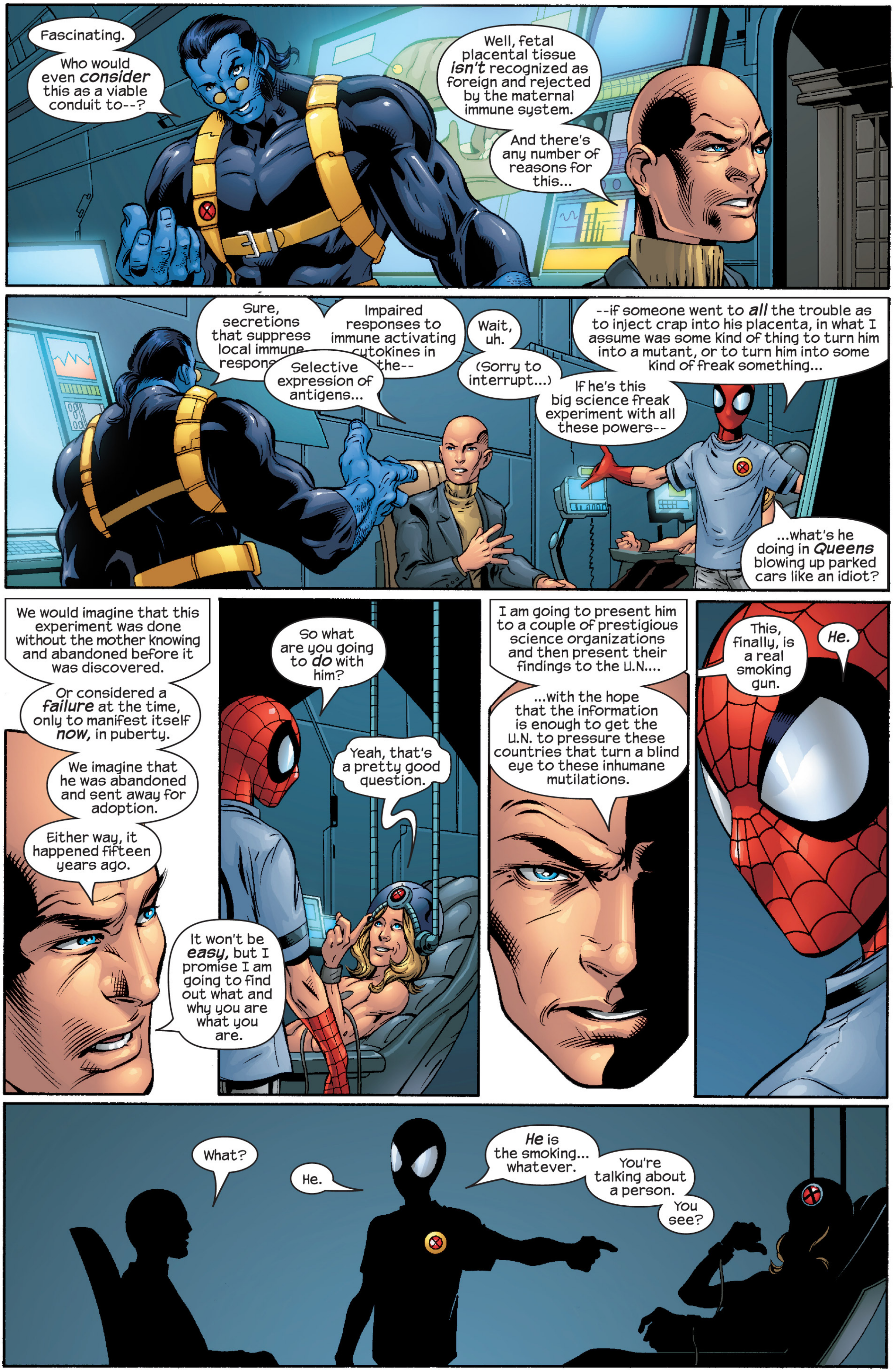

Aaaand you're welcome.
What?
Oh, man...
Oh! Oh, come on...
Yeah.
You took off my *mask?!!*
We wanted to make sure you were still breathing.
Man! I am trying to keep a ***secret identity*** here!!
No one respects my secret identity!! ***No one!!***
One secret! That's all I want.
I want to put on the mask and keep it on!! And every time I turn around someone somewhere finds out I'm Peter Parker!!
We- uh- we didn't know your name.

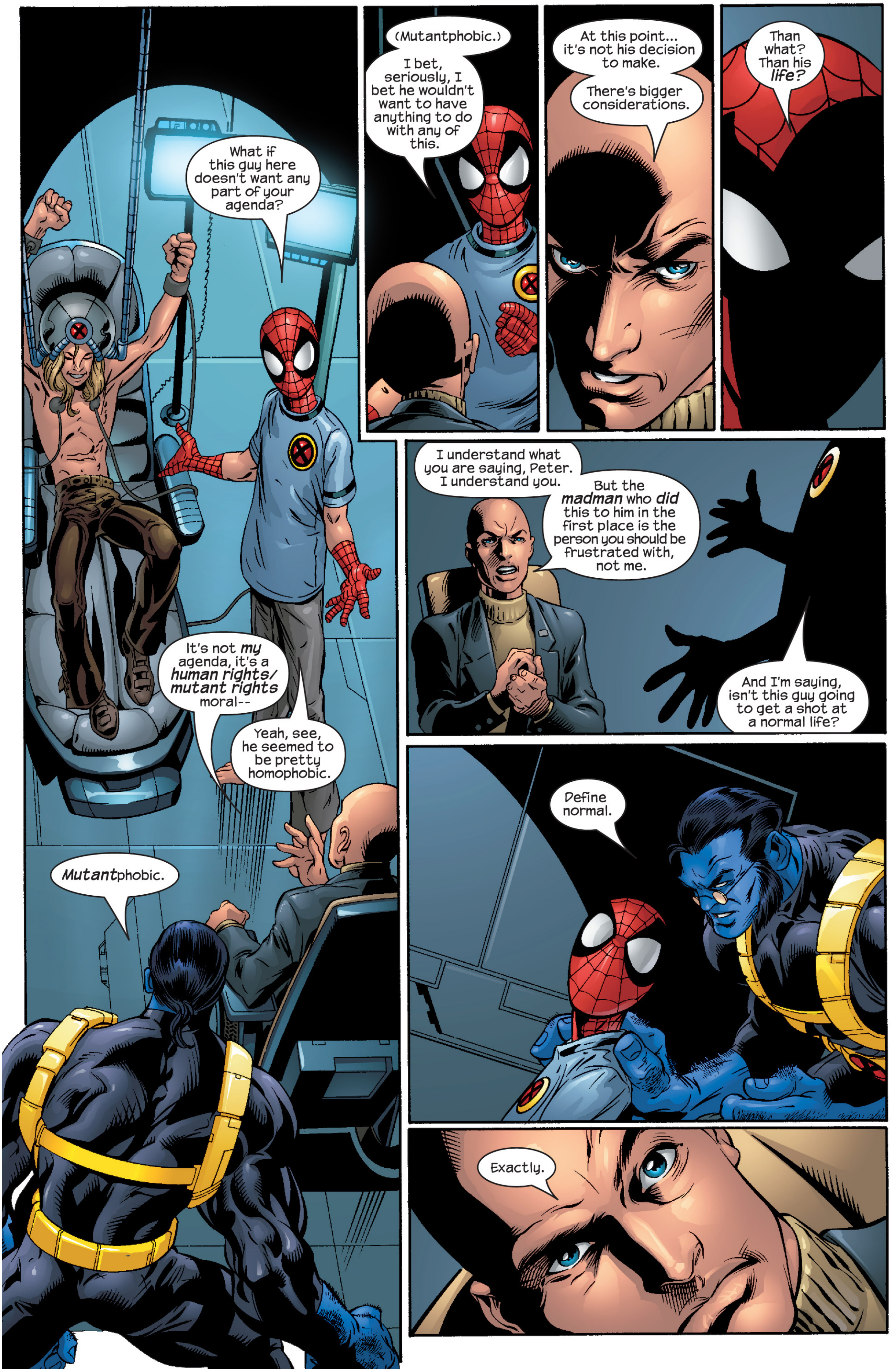


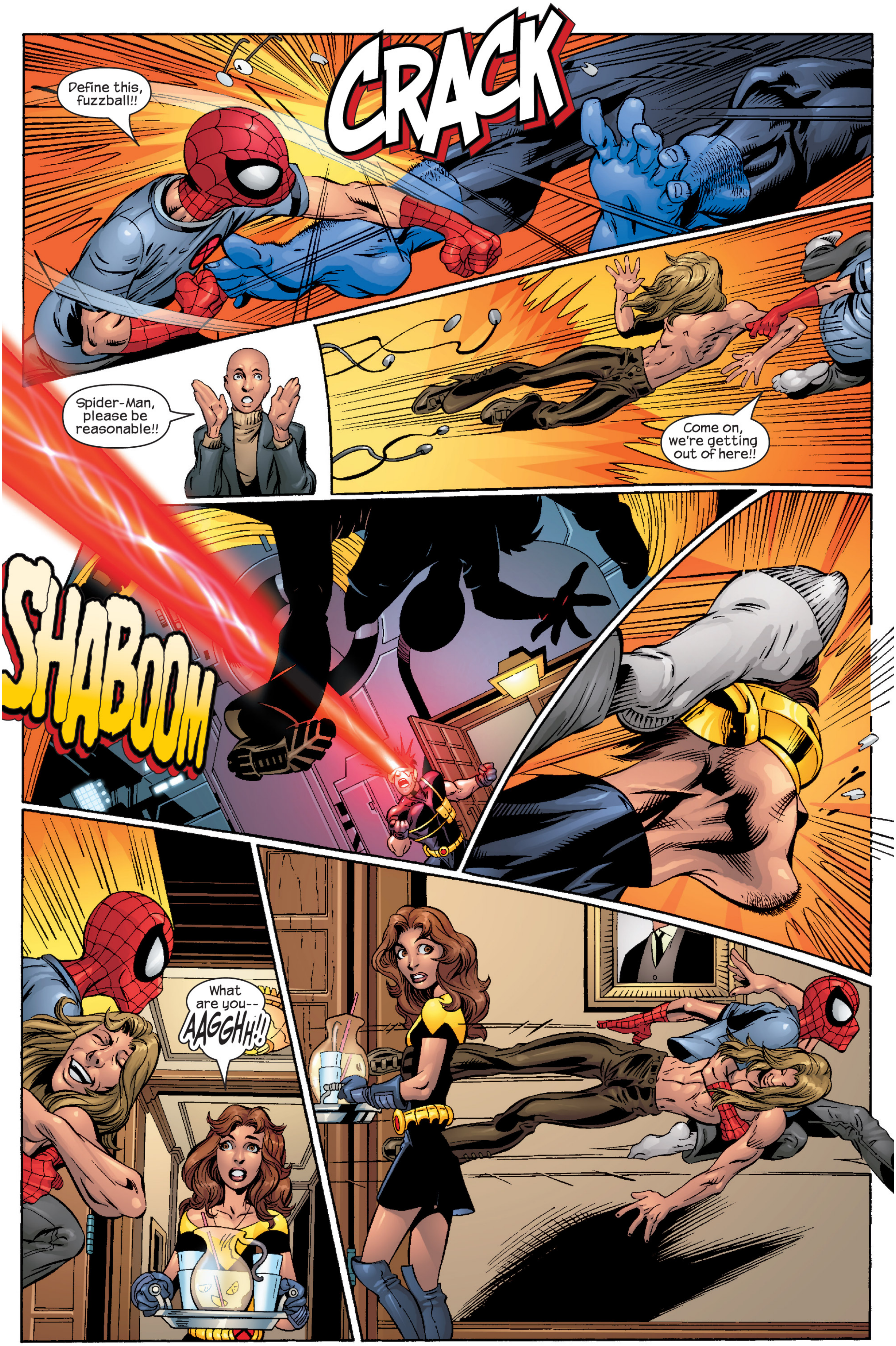

PLEASE ENTER PASSWORD.

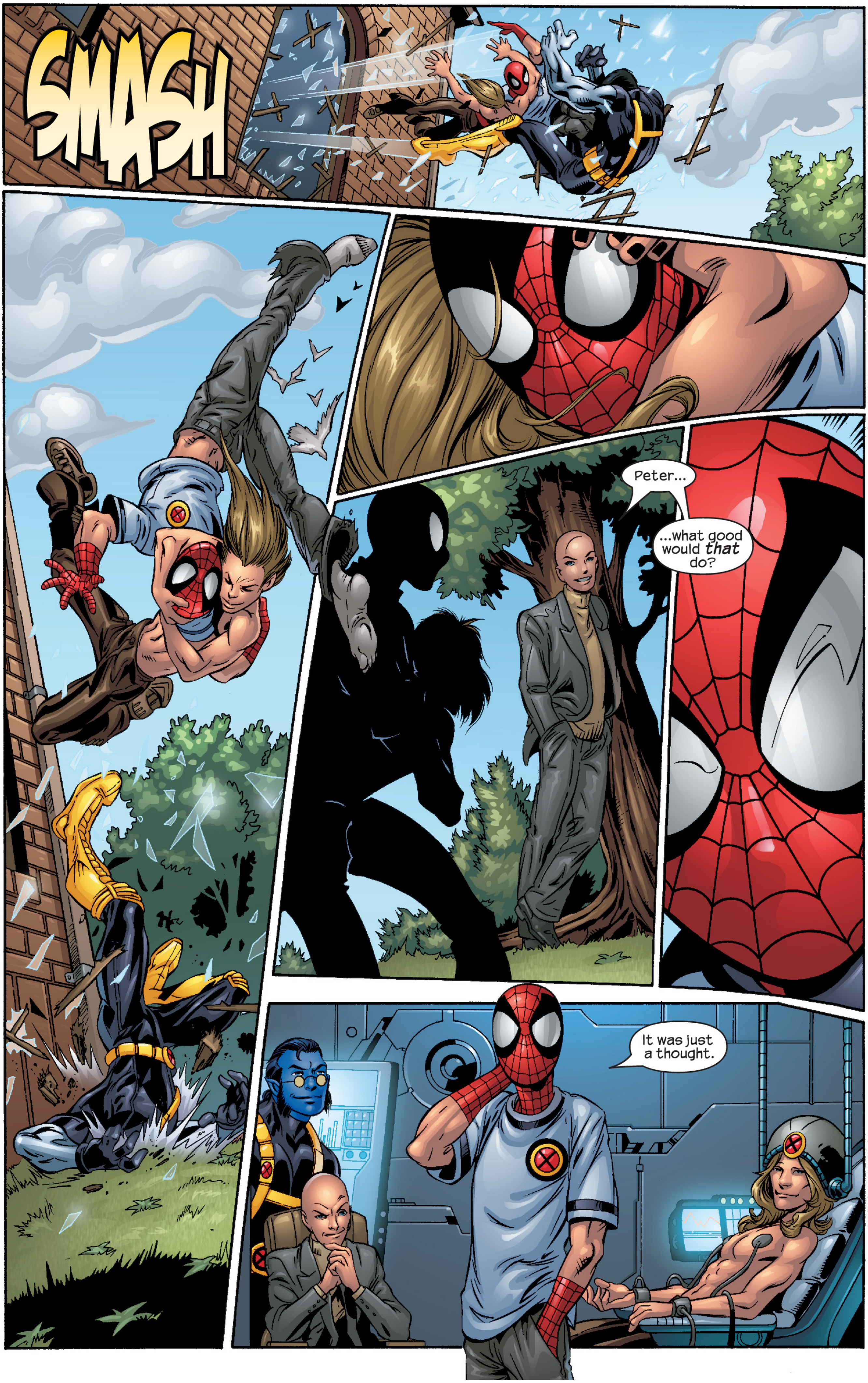

Dude, check out what they did to my nipples. *snort*
He, uh, he looks a lot happier than the last time I saw him.
I gave him... a happy thought.
You zapped his brain with your mutant psychic brain?
A little.
Is that *ethical?*
Honestly, no. But I already lost an entire aircraft because of him.
This equipment is expensive.
Well, just please, please, please tell me that all this was worth it.
Tell me I didn't fall out of an airplane for nothing...
It's rather complicated.
Okay, yes or no... is he a mutant or not?
Does anybody want anything to drink?
Well, the reason I was so interested in his case--
--the reason that I went to all this trouble to bring our friend Geldoff back here to my school is because Cerebro, my mutant tracking and analysis network, couldn't--
Part of it.
(Wow.)
This thing here-- this is Cerebro?
Cerebro couldn't get a proper read on our friend here. It didn't recognize him as mutant *or* human.
(That's never happened before.)
But now that I've been able to spend a little time with him, speak to him, and- uh- pick his brain a little...
Even now, my equipment isn't able to pull a complete analysis together...
It is my best guess that our young friend here has been the unwitting and undeserving *guinea pig* in a truly disgusting, mutant-related, genetic experiment.

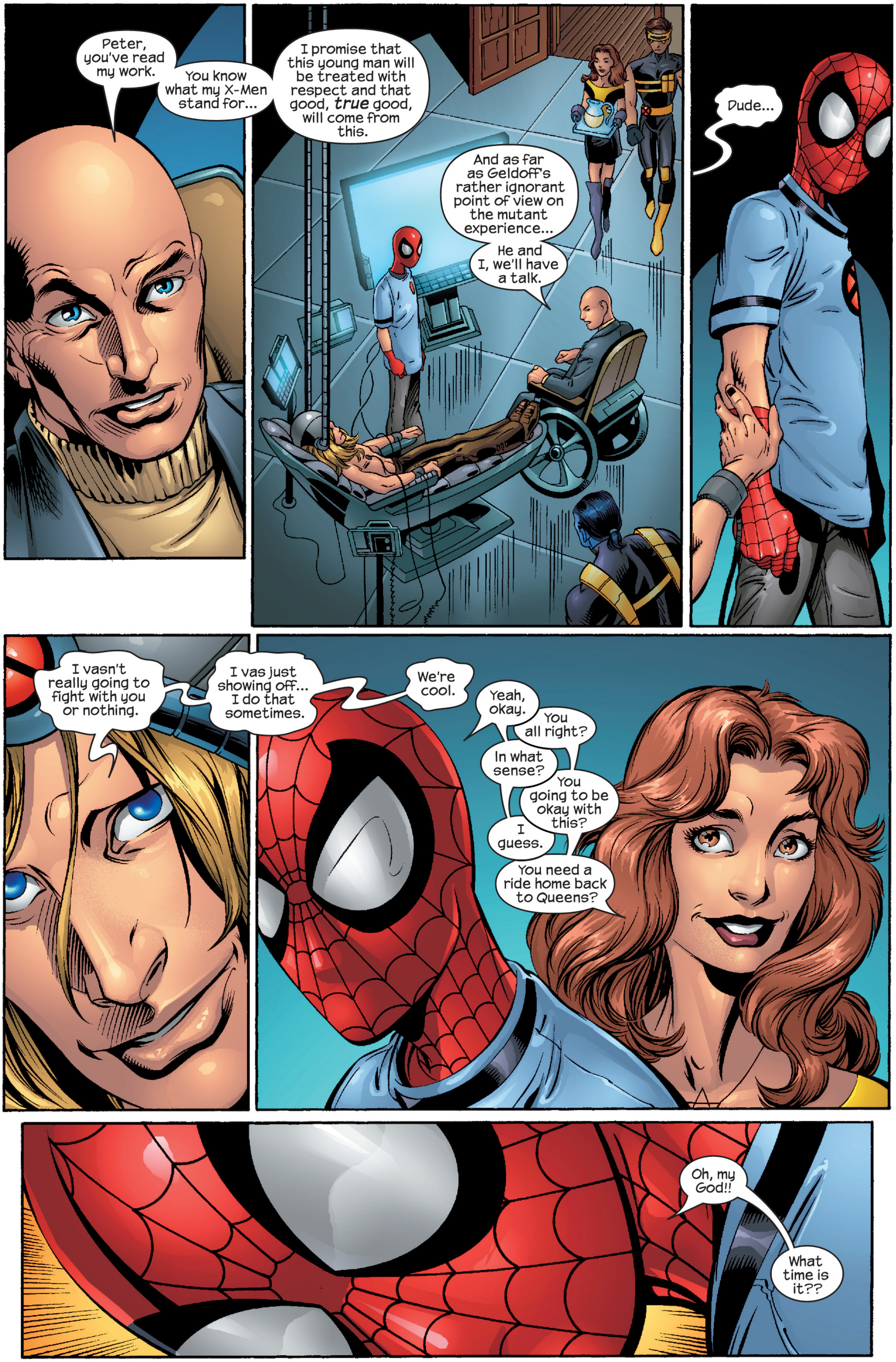

As far as I can tell, while still in the womb, someone...
(And I promise I will find out who...)
...someone did illegal placenta tampering to him.
Placewhat?
When a woman is pregnant, she grows the fetus but she also grows a placenta...
You're not going to give me *"the talk"* now, are you?
Do you need it?
No.
When a woman is pregnant, she grows a placenta.
This placenta, really, is nothing short of a miracle organ that creates itself for the sole purpose of supplying the fetus with everything it needs.
It links the mother to the fetus.
This placental complex, which consists of the placenta and the--well, it doesn't matter, what my point ***is*** is that...
It's a perfect symbiosis of two separate organisms.
And when the baby is born, the placenta dies.
The placenta literally dies. It serves no further purpose so it dies away.
There is still ***mystery*** as to the placenta's complete abilities.
So most ***research*** done on the placenta is done on animals--or that minute after the fetus is born.
Research on the placenta while it is still functioning could do damage to the fetus.
In fact, placenta tampering is flat out illegal in most countries.
Including Latveria. Where our young friend is originally from.
And what we have here, as far as I can tell, is a young man who had the isolated mutant gene ***injected*** into the placenta while he gestated.
I suppose under the scientific school of--
"I wonder what would happen if..."
No way.

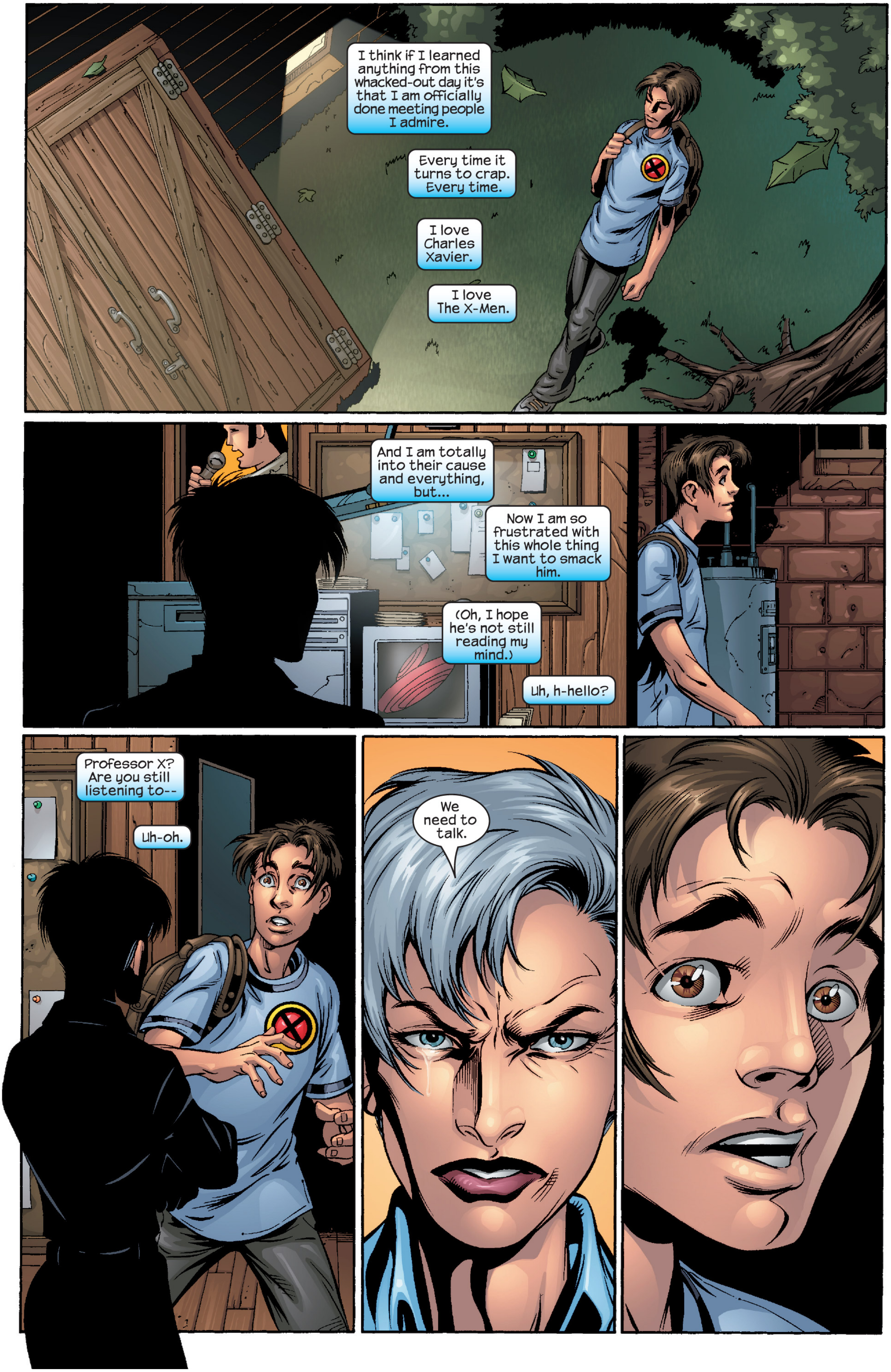

Fascinating.
Who would even *consider* this as a viable conduit to--?
Well, fetal placental tissue *isn't* recognized as foreign and rejected by the maternal immune system.
And there's any number of reasons for this...
Sure, secretions that suppress local immune respon
Impaired responses to immune activating cytokines in the--
Selective expression of antigens...
Wait, uh.
(Sorry to interrupt...)
--if someone went to *all* the trouble as to inject crap into his placenta, in what I assume was some kind of thing to turn him into a mutant, or to turn him into some kind of freak something...
If he's this big science freak experiment with all these powers--
...what's he doing in *Queens* blowing up parked cars like an idiot?
We would imagine that this experiment was done without the mother knowing and abandoned before it was discovered.
Or considered a *failure* at the time, only to manifest itself *now,* in puberty.
We imagine that he was abandoned and sent away for adoption.
Either way, it happened fifteen years ago.
So what are you going to *do* with him?
Yeah, that's a pretty good question.
It won't be *easy,* but I promise I am going to find out what and why you are what you are.
I am going to present him to a couple of prestigious science organizations and then present their findings to the U.N....
...with the hope that the information is enough to get the U.N. to pressure these countries that turn a blind eye to these inhumane mutilations.
This, finally, is a real smoking gun.
He.
What?
He.
He is the smoking... whatever.
You're talking about a person.
You see?


What if this guy here doesn't want any part of your agenda?
It's not *my* agenda, it's a *human rights/ mutant rights* moral--
Yeah, see, he seemed to be pretty homophobic.
*Mutant*phobic.
(Mutantphobic.)
I bet, seriously, I bet he wouldn't want to have anything to do with any of this.
At this point... it's not his decision to make.
There's bigger considerations.
Than what? Than his *life?*
I understand what you are saying, Peter. I understand you.
But the *madman* who *did* this to him in the first place is the person you should be frustrated with, not me.
And I'm saying, isn't this guy going to get a shot at a normal life?
Define normal.
Exactly.

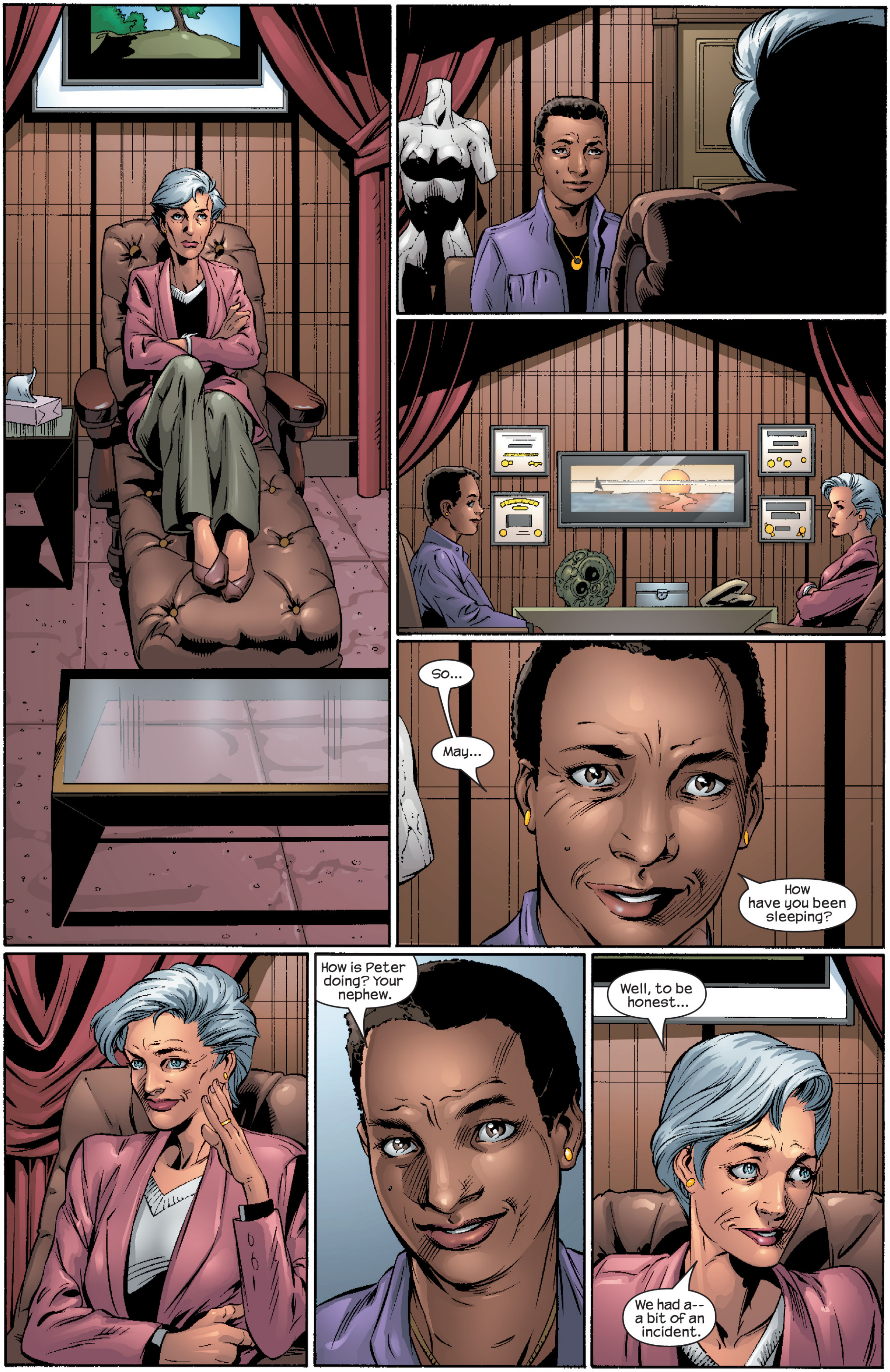

Define this, fuzzball!!
CRACK
Spider-Man, please be reasonable!!
Come on, we're getting out of here!!
SHABOOM
What are you-- AAGGHH!!

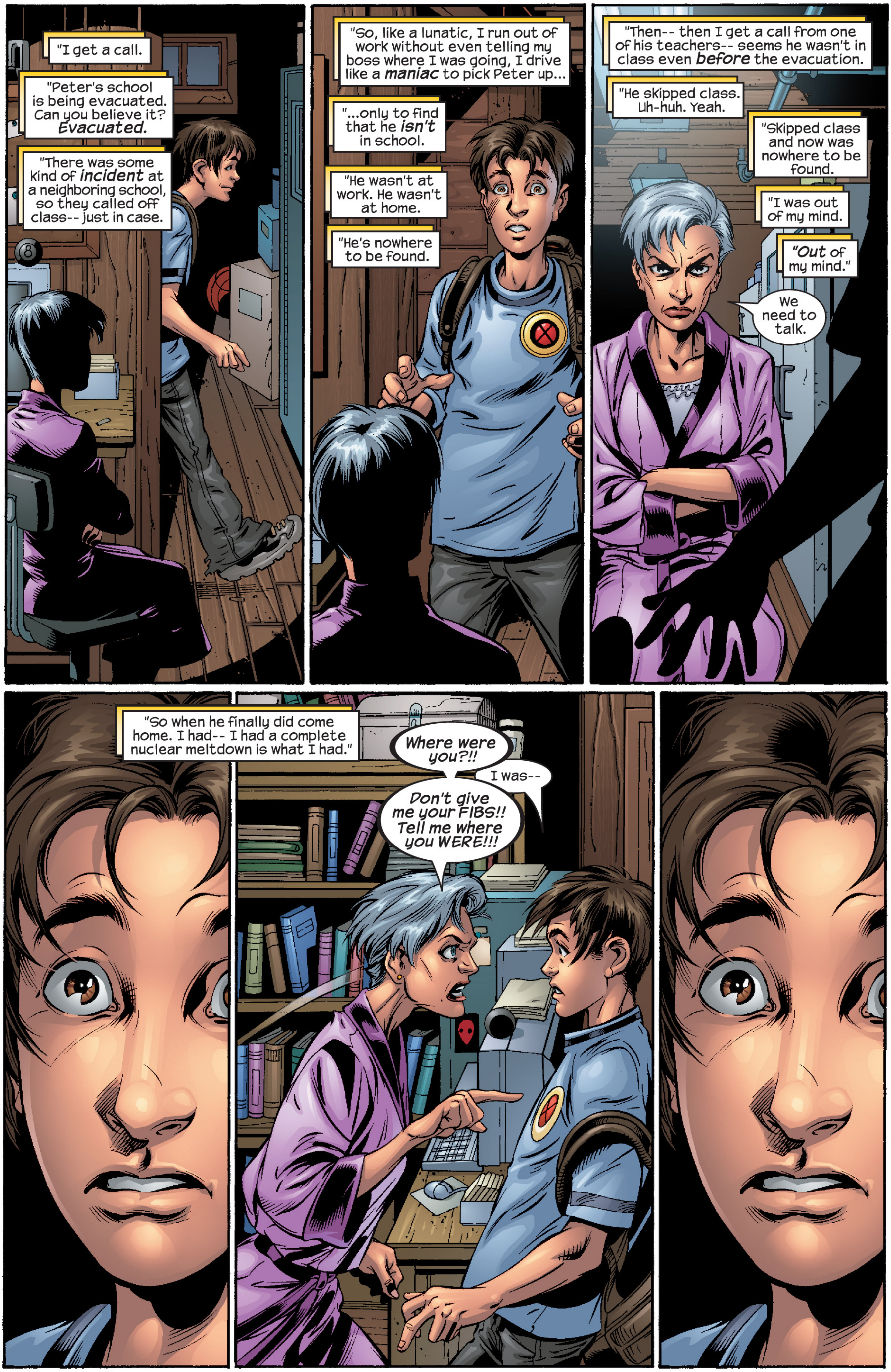

SMASH
Peter...
...what good would *that* do?
It was just a thought.

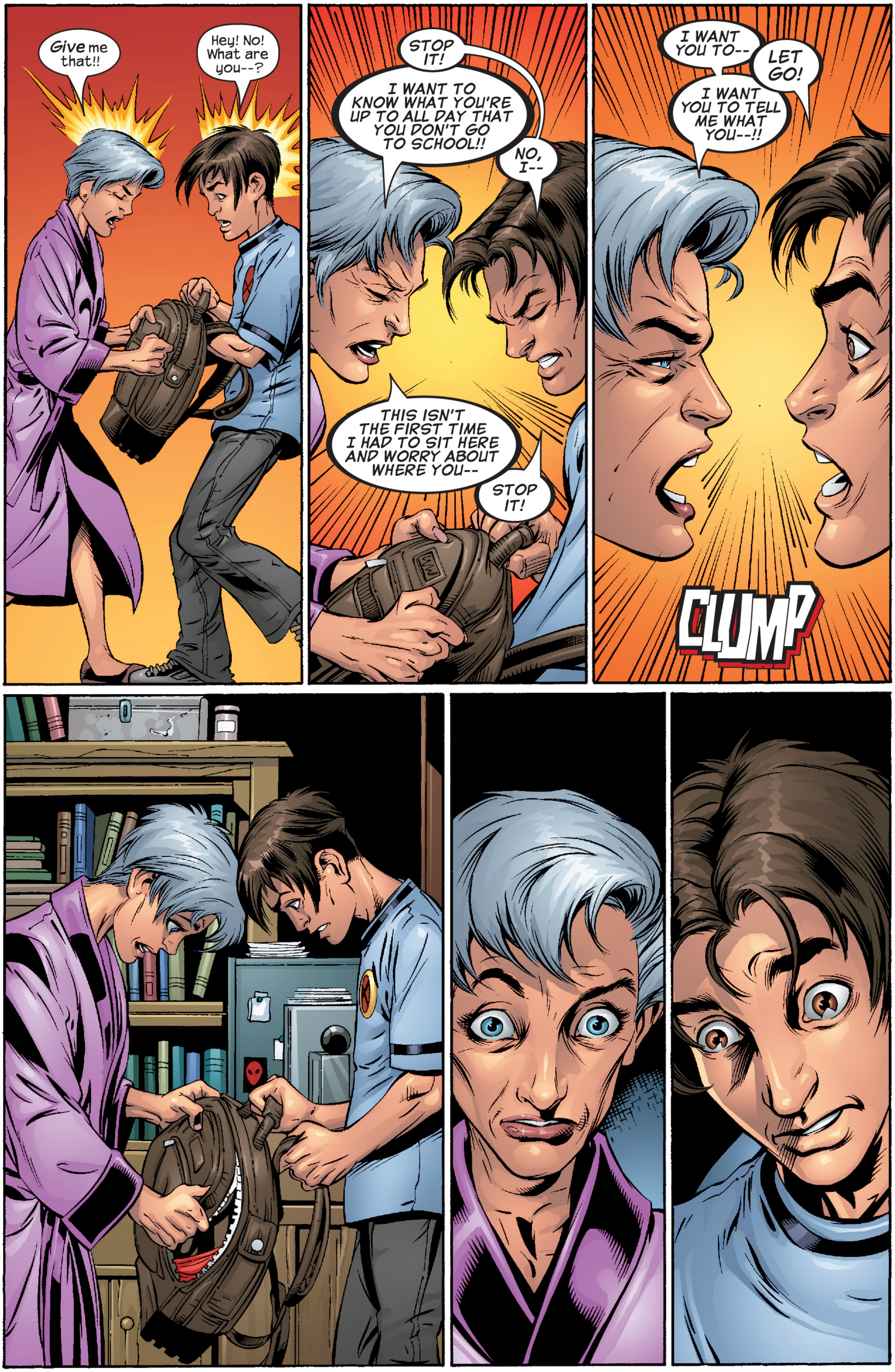

Peter, you've read my work.
You know what my X-Men stand for...
I promise that this young man will be treated with respect and that good, *true* good, will come from this.
And as far as Geldoff's rather ignorant point of view on the mutant experience...
He and I, we'll have a talk.
Dude...
I vasn't really going to fight with you or nothing.
I vas just showing off... I do that sometimes.
We're cool.
Yeah, okay.
You all right?
In what sense?
You going to be okay with this?
I guess.
You need a ride home back to Queens?
Oh, my God!!
What time is it??

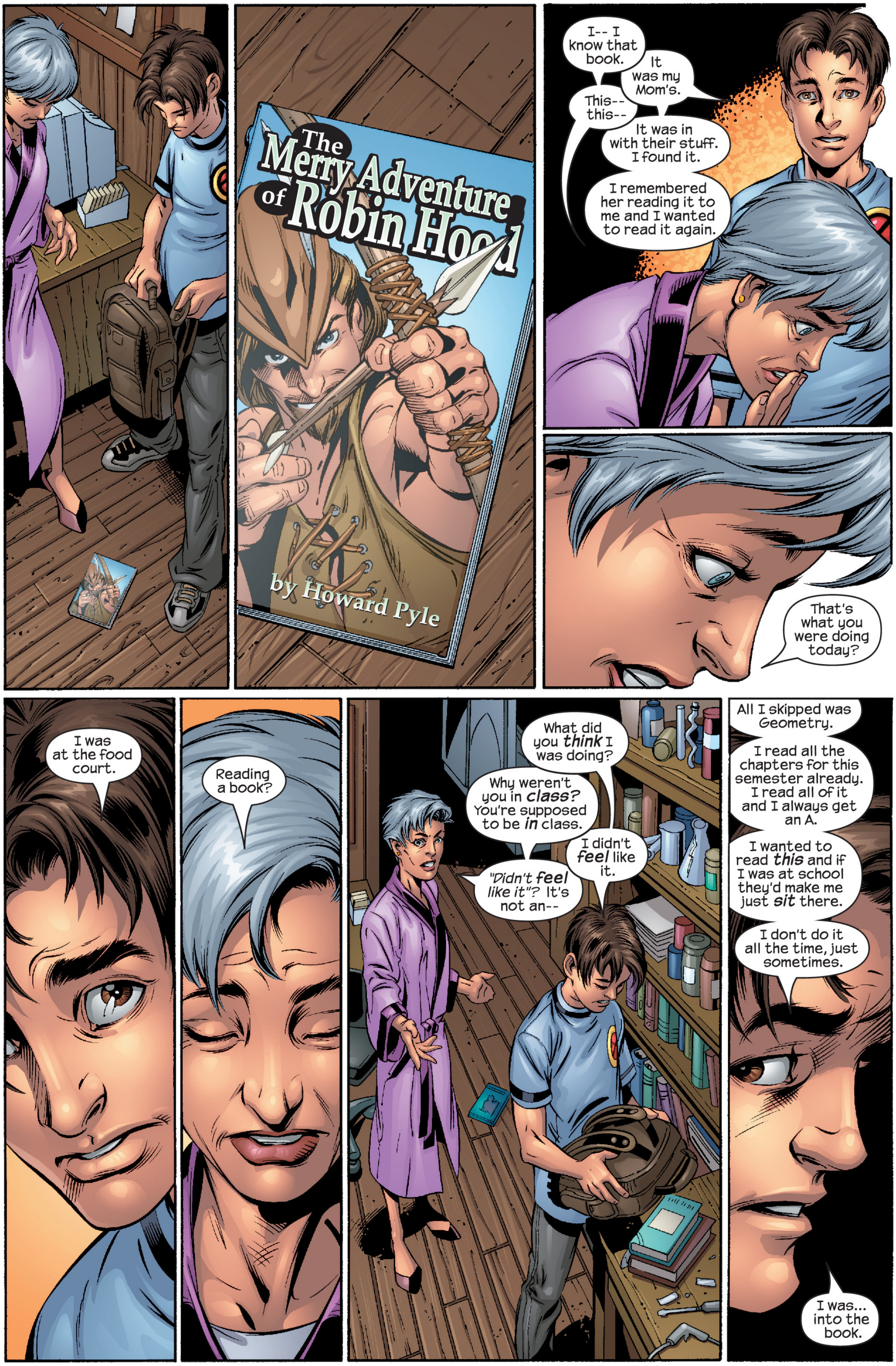

I think if I learned anything from this whacked-out day it's that I am officially done meeting people I admire.
Every time it turns to crap. Every time.
I love Charles Xavier.
I love The X-Men.
And I am totally into their cause and everything, but...
Now I am so frustrated with this whole thing I want to smack him.
(Oh, I hope he's not still reading my mind.)
Uh, h-hello?
Professor X? Are you still listening to--
Uh-oh.
We need to talk.

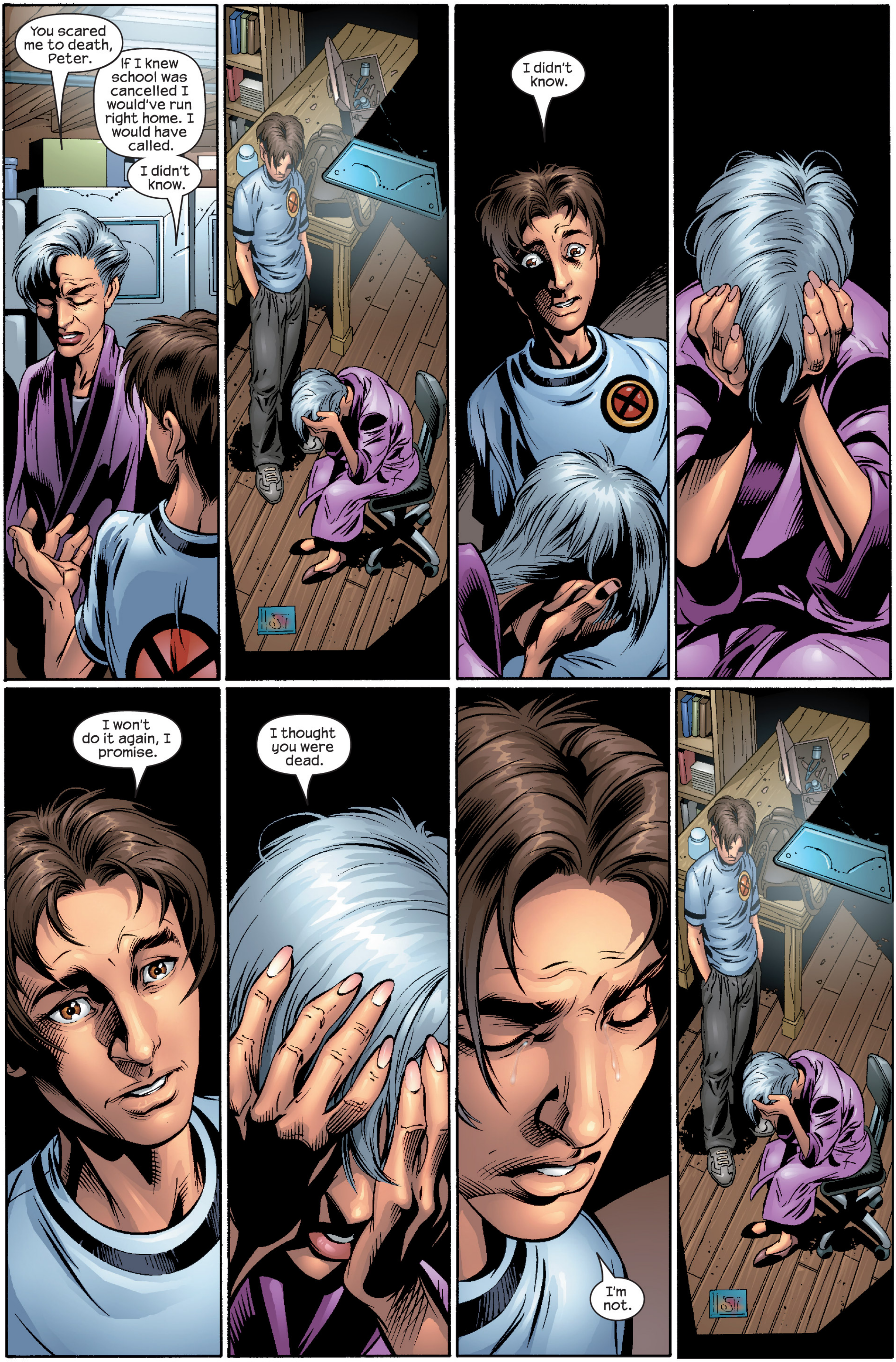
45

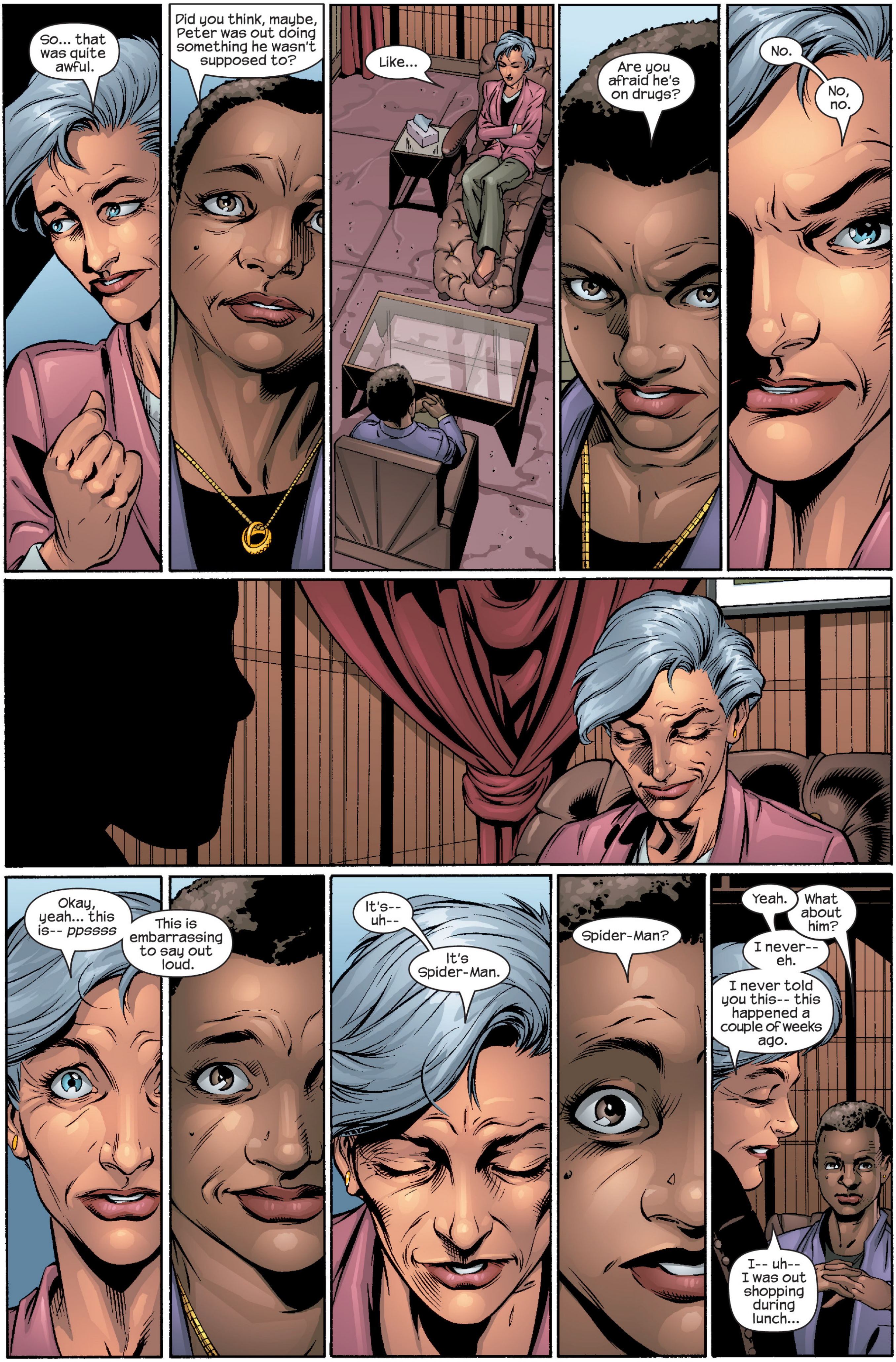

So...
May...
How have you been sleeping?
How is Peter doing? Your nephew.
Well, to be honest...
We had a-- a bit of an incident.

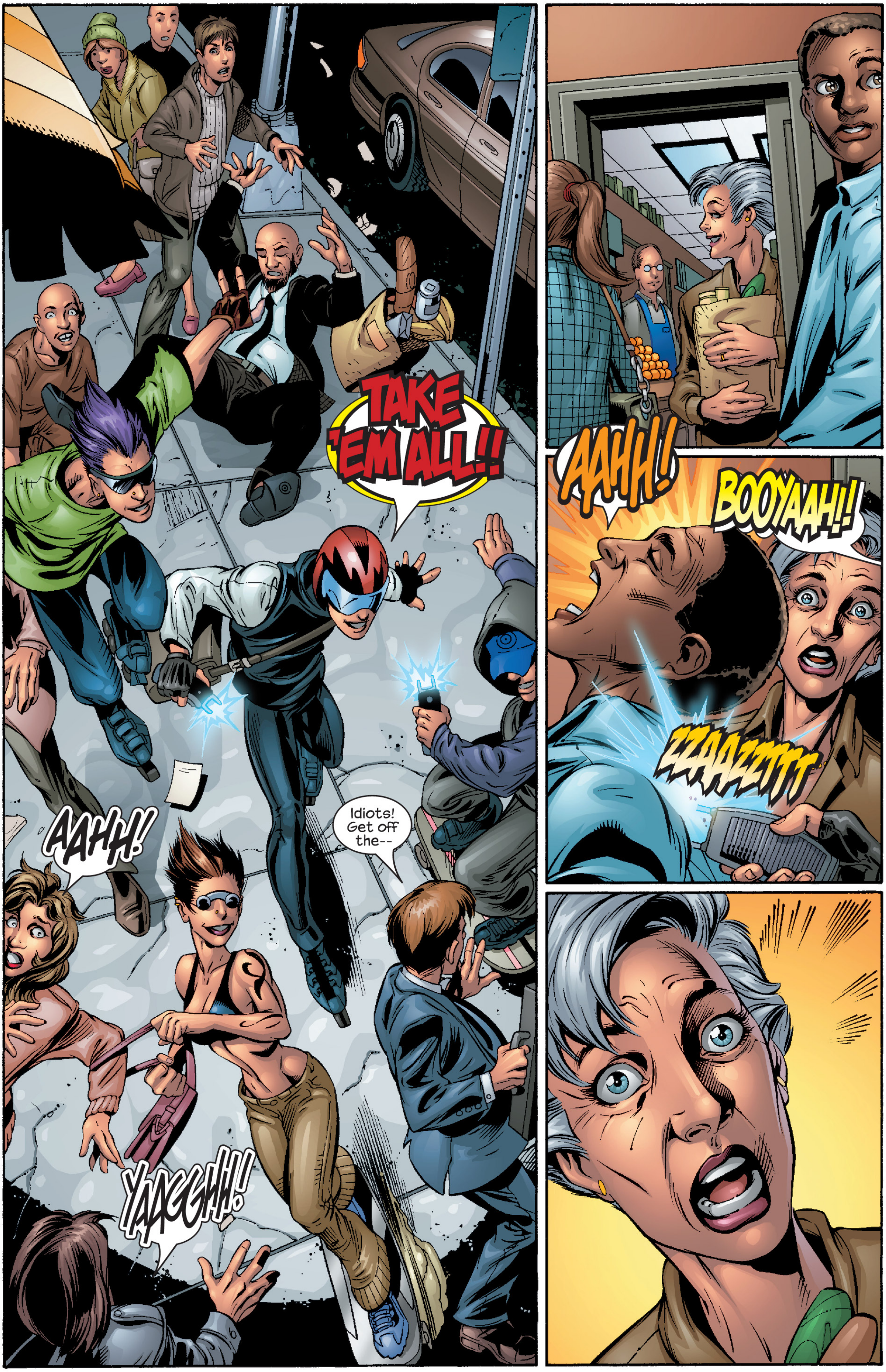

"I get a call.
"Peter's school is being evacuated. Can you believe it? *Evacuated.*
"There was some kind of *incident* at a neighboring school, so they called off class-- just in case.
"So, like a lunatic, I run out of work without even telling my boss where I was going, I drive like a *maniac* to pick Peter up...
"...only to find that he *isn't* in school.
"He wasn't at work. He wasn't at home.
"He's nowhere to be found.
"Then-- then I get a call from one of his teachers-- seems he wasn't in class even *before* the evacuation.
"He skipped class. Uh-huh. Yeah.
"Skipped class and now was nowhere to be found.
"I was out of my mind.
"Out of my mind."
We need to talk.
"So when he finally did come home. I had-- I had a complete nuclear meltdown is what I had."
Where were you?!!
I was--
Don't give me your FIBS!! Tell me where you WERE!!!

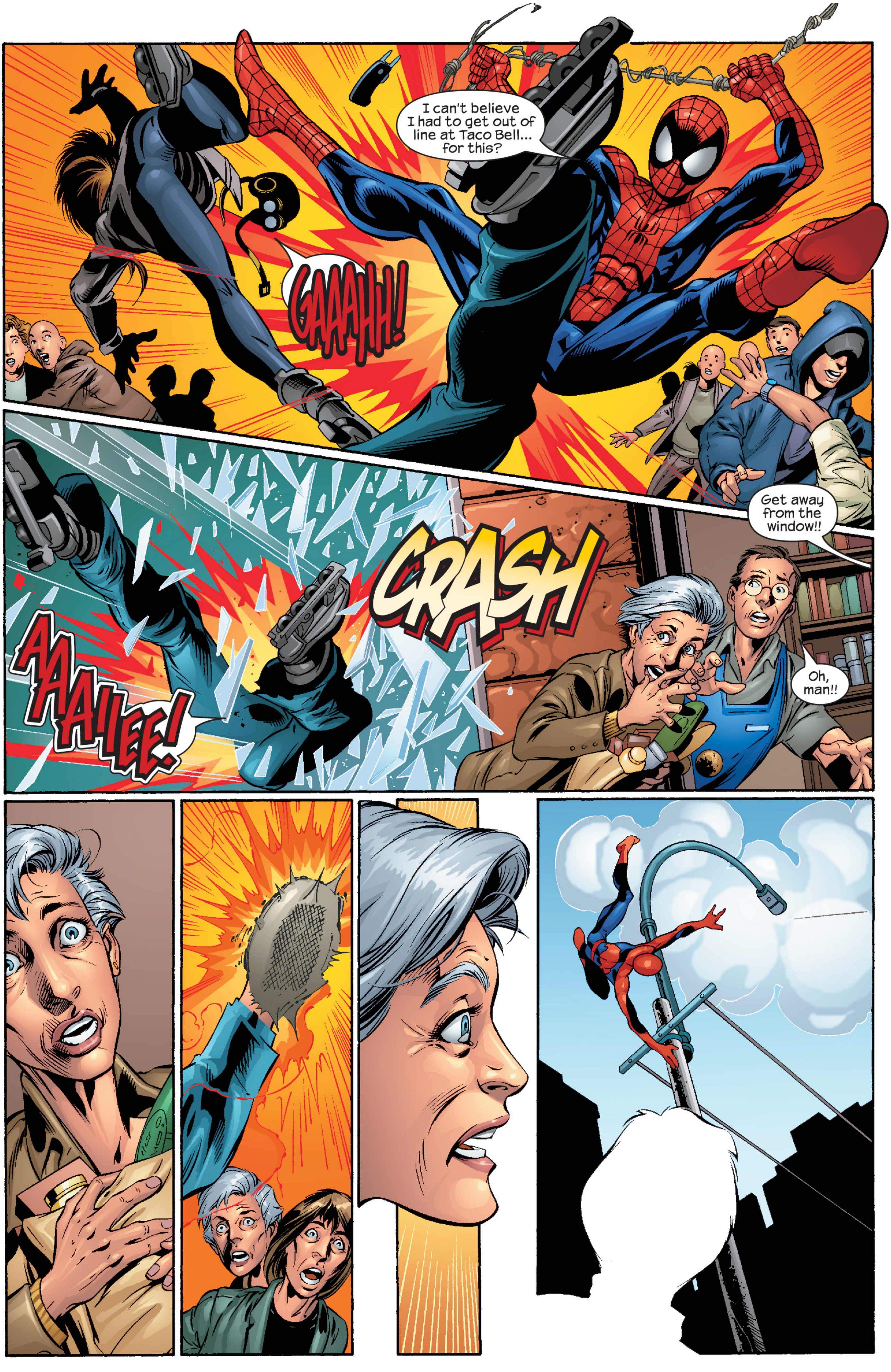

Give me that!!
Hey! No! What are you--?
STOP IT!
I WANT TO KNOW WHAT YOU'RE UP TO ALL DAY THAT YOU DON'T GO TO SCHOOL!!
NO, I--
THIS ISN'T THE FIRST TIME I HAD TO SIT HERE AND WORRY ABOUT WHERE YOU--
STOP IT!
I WANT YOU TO--
LET GO!
I WANT YOU TO TELL ME WHAT YOU--!!
CLUMP

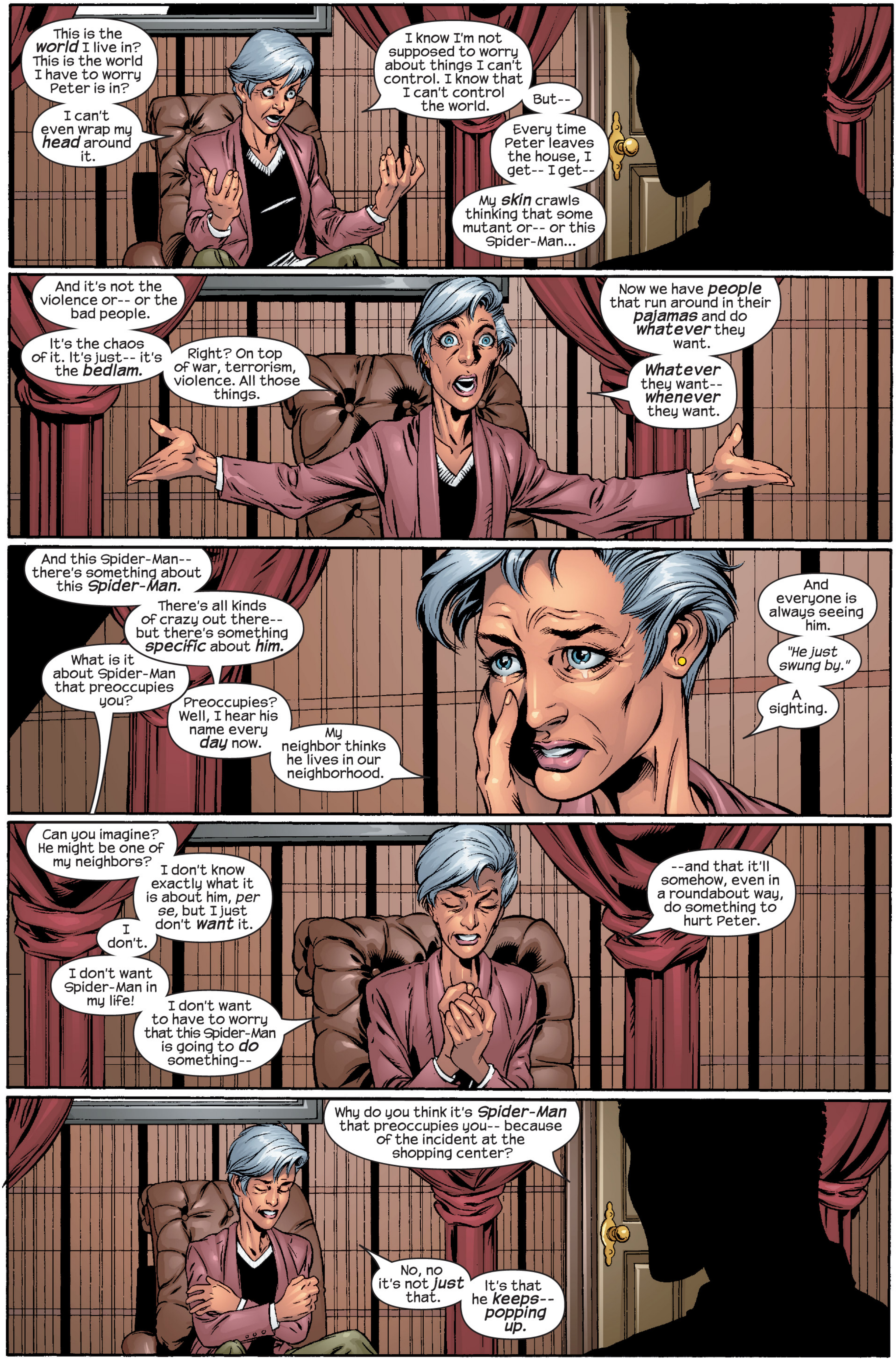

The Merry Adventure of Robin Hood
by Howard Pyle
I-- I know that book.
This-- this--
It was my Mom's.
It was in with their stuff. I found it.
I remembered her reading it to me and I wanted to read it again.
That's what you were doing today?
I was at the food court.
Reading a book?
What did you think I was doing?
Why weren't you in class? You're supposed to be in class.
I didn't feel like it.
"Didn't feel like it"? It's not an--
All I skipped was Geometry.
I read all the chapters for this semester already. I read all of it and I always get an A.
I wanted to read this and if I was at school they'd make me just sit there.
I don't do it all the time, just sometimes.
I was... into the book.

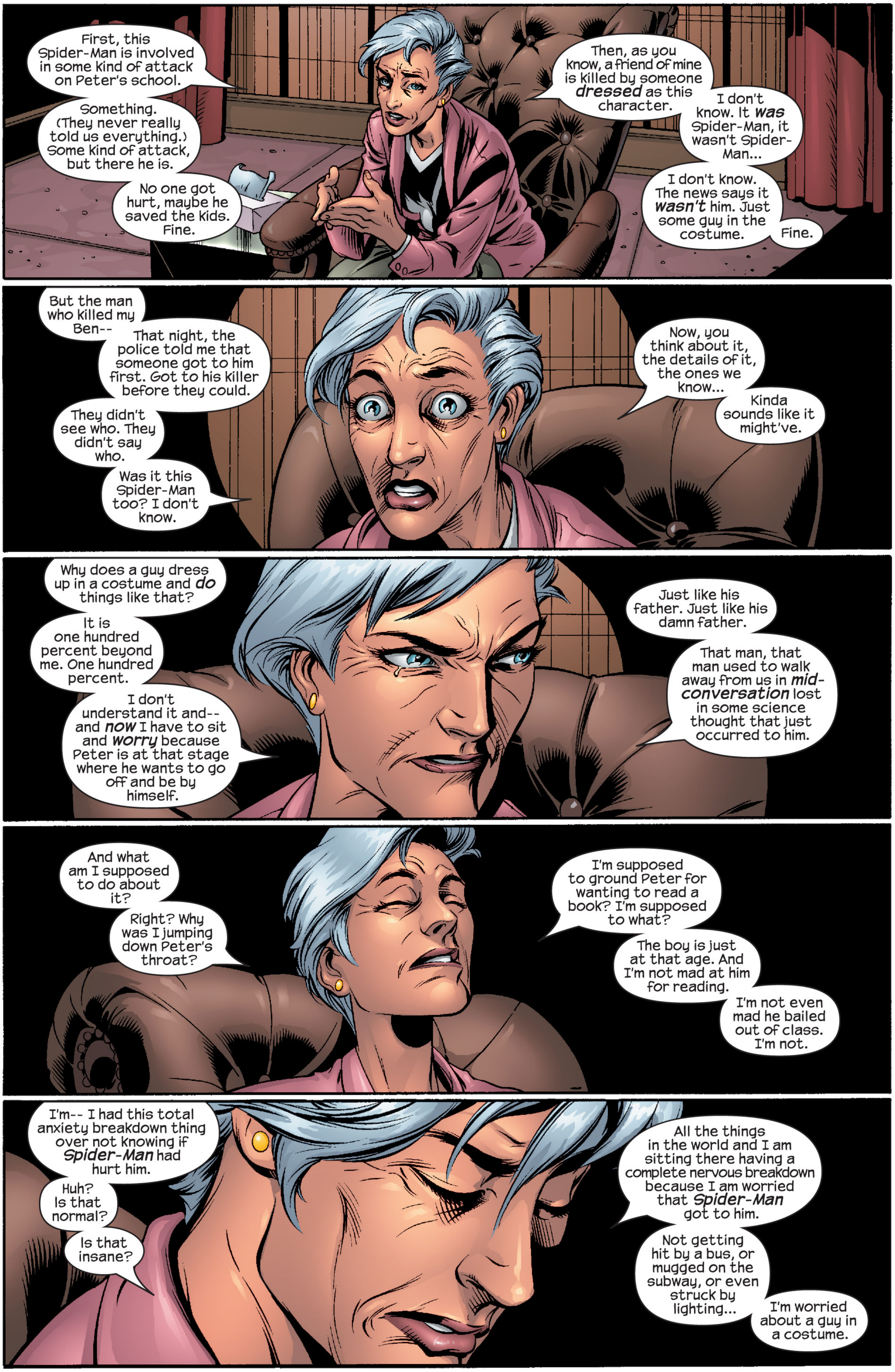

You scared me to death, Peter.
If I knew school was cancelled I would've run right home. I would have called.
I didn't know.
I didn't know.
I won't do it again, I promise.
I thought you were dead.
I'm not.

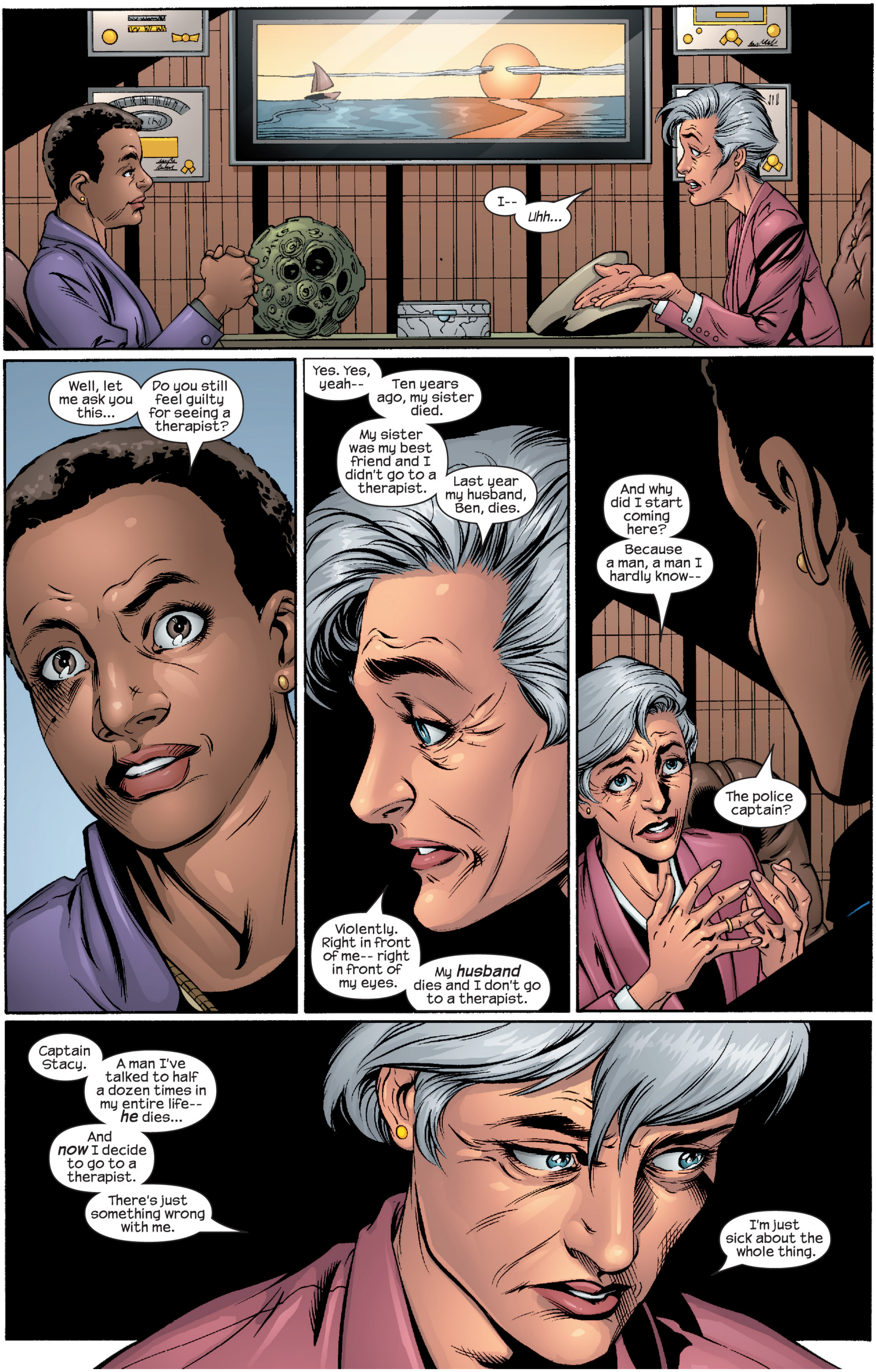

So... that was quite awful.
Did you think, maybe, Peter was out doing something he wasn't supposed to?
Like...
Are you afraid he's on drugs?
No.
No, no.
Okay, yeah... this is-- *ppssss*
This is embarrassing to say out loud.
It's-- uh--
It's Spider-Man.
Spider-Man?
Yeah.
What about him?
I never-- eh.
I never told you this-- this happened a couple of weeks ago.
I-- uh-- I was out shopping during lunch...

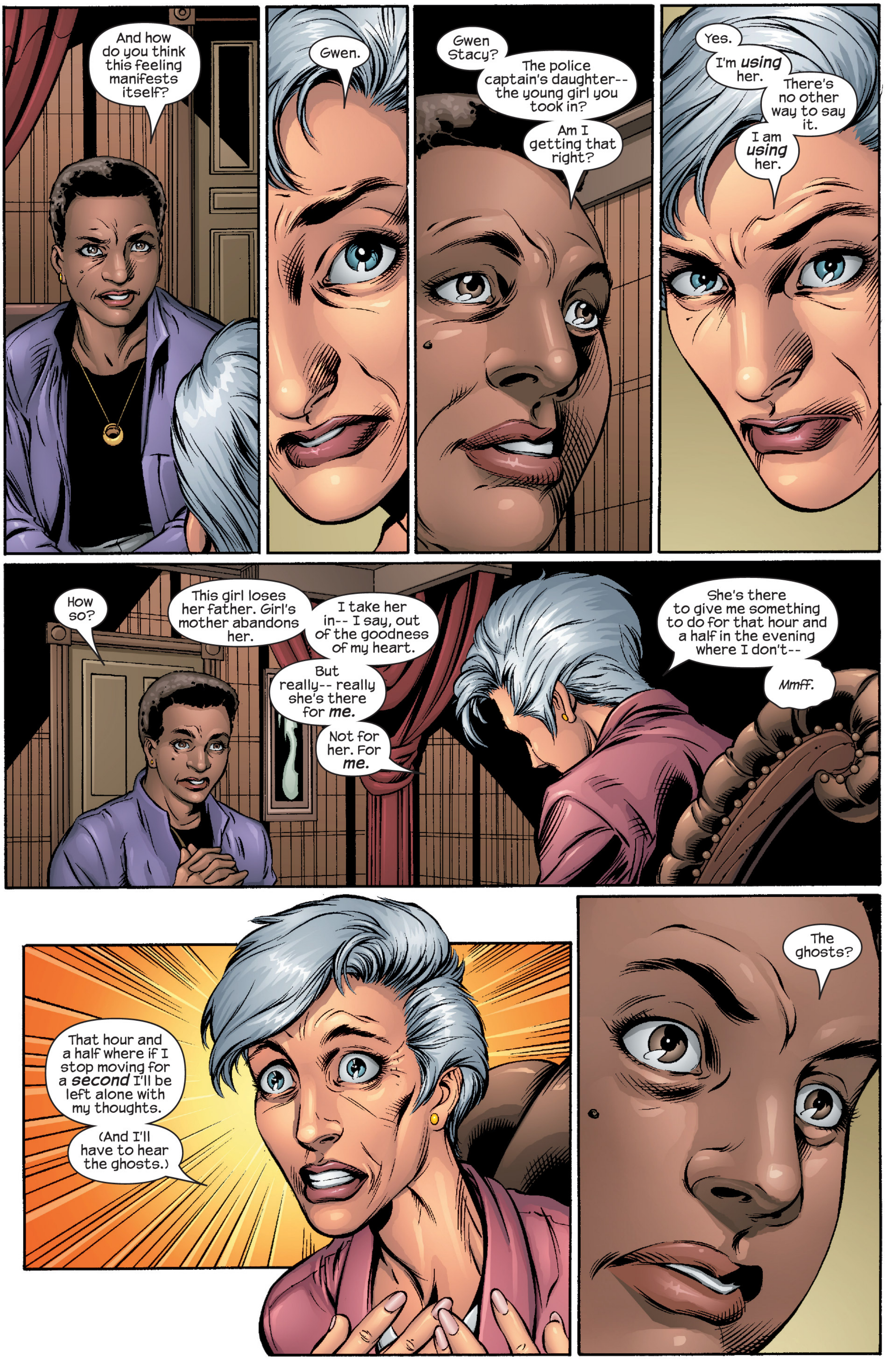

TAKE 'EM ALL!!
Idiots! Get off the--
AAHH!
YAAGGHH!
AAHH!
BOOYAAH!!
ZZAAZZTTT

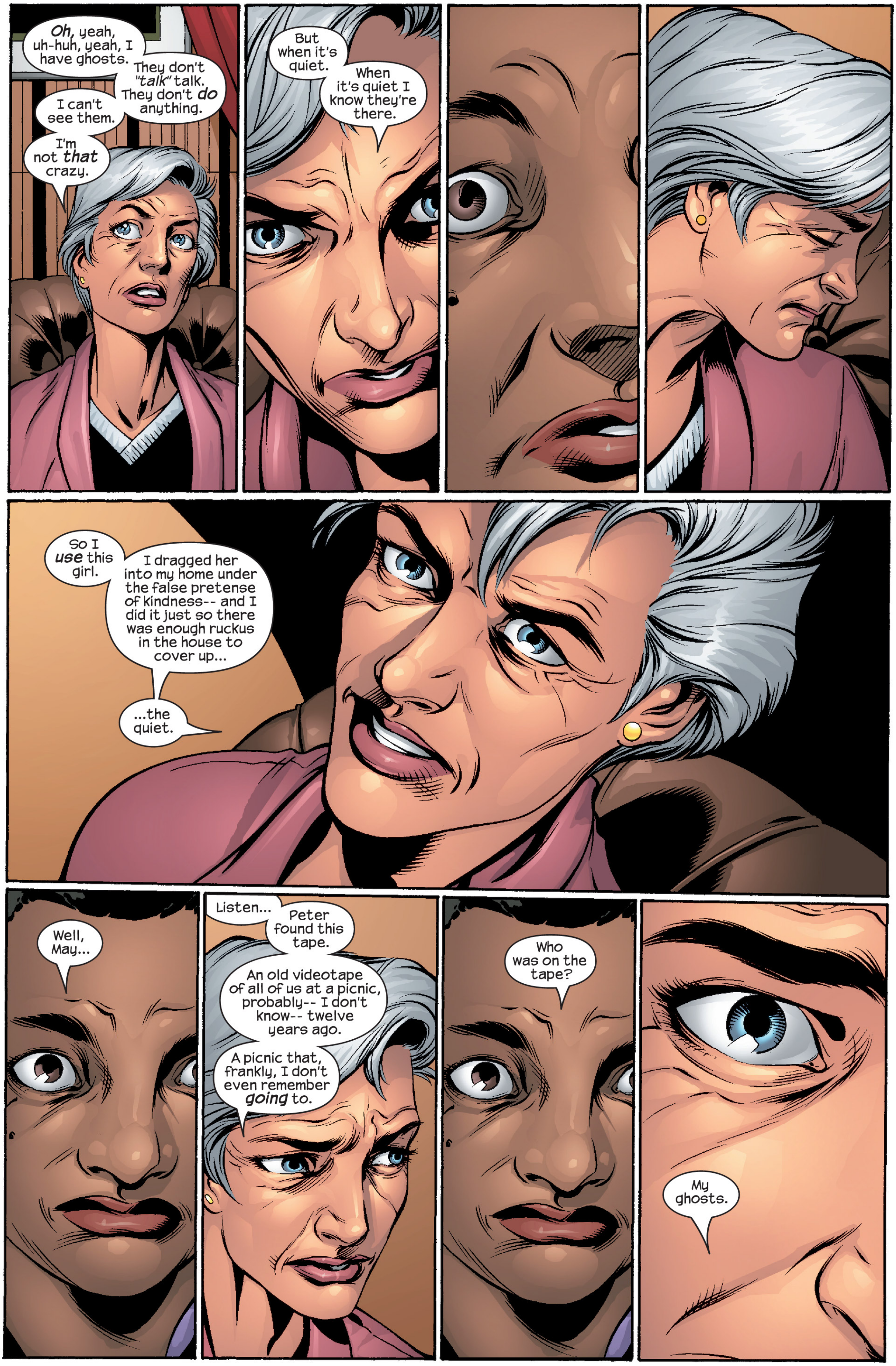

I can't believe I had to get out of line at Taco Bell... for this?
GAAAHH!
Get away from the window!!
CRASH
AAAIIEE!
Oh, man!!

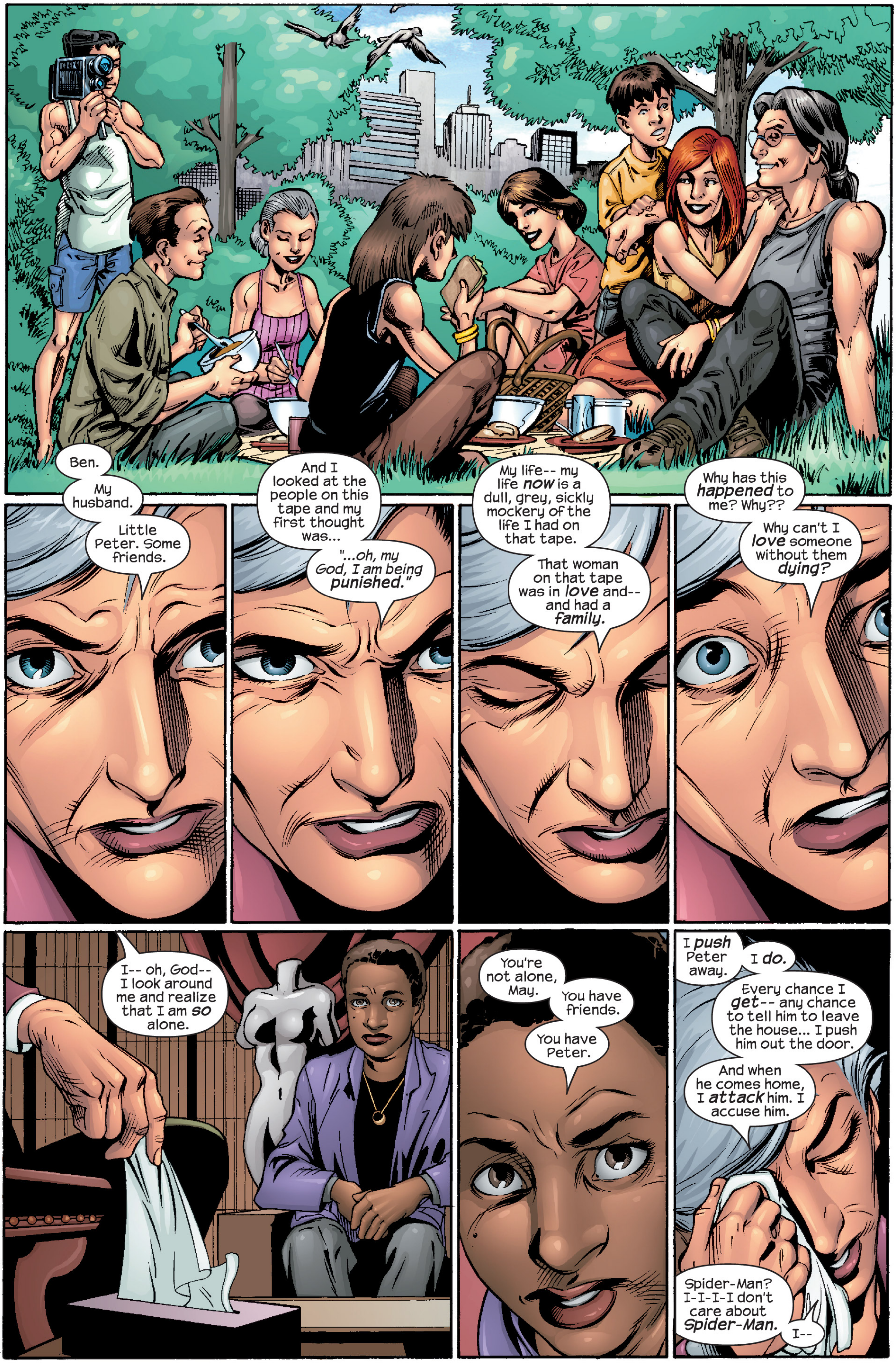

This is the *world* I live in? This is the world I have to worry Peter is in?
I can't even wrap my *head* around it.
I know I'm not supposed to worry about things I can't control. I know that I can't control the world.
But--
Every time Peter leaves the house, I get-- I get--
My *skin* crawls thinking that some mutant or-- or this Spider-Man...
And it's not the violence or-- or the bad people.
It's the chaos of it. It's just-- it's the *bedlam.*
Right? On top of war, terrorism, violence. All those things.
Now we have *people* that run around in their *pajamas* and do *whatever* they want.
Whatever they want-- *whenever* they want.
And this Spider-Man-- there's something about this *Spider-Man.*
There's all kinds of crazy out there-- but there's something *specific* about *him.*
What is it about Spider-Man that preoccupies you?
Preoccupies? Well, I hear his name every *day* now.
My neighbor thinks he lives in our neighborhood.
And everyone is always seeing him.
"He just swung by."
A sighting.
Can you imagine? He might be one of my neighbors?
I don't know exactly what it is about him, *per se,* but I just don't *want* it.
I don't.
I don't want Spider-Man in my life!
I don't want to have to worry that this Spider-Man is going to *do* something--
--and that it'll somehow, even in a roundabout way, do something to hurt Peter.
Why do you think it's *Spider-Man* that preoccupies you-- because of the incident at the shopping center?
No, no it's not *just* that.
It's that he *keeps-- popping up.*

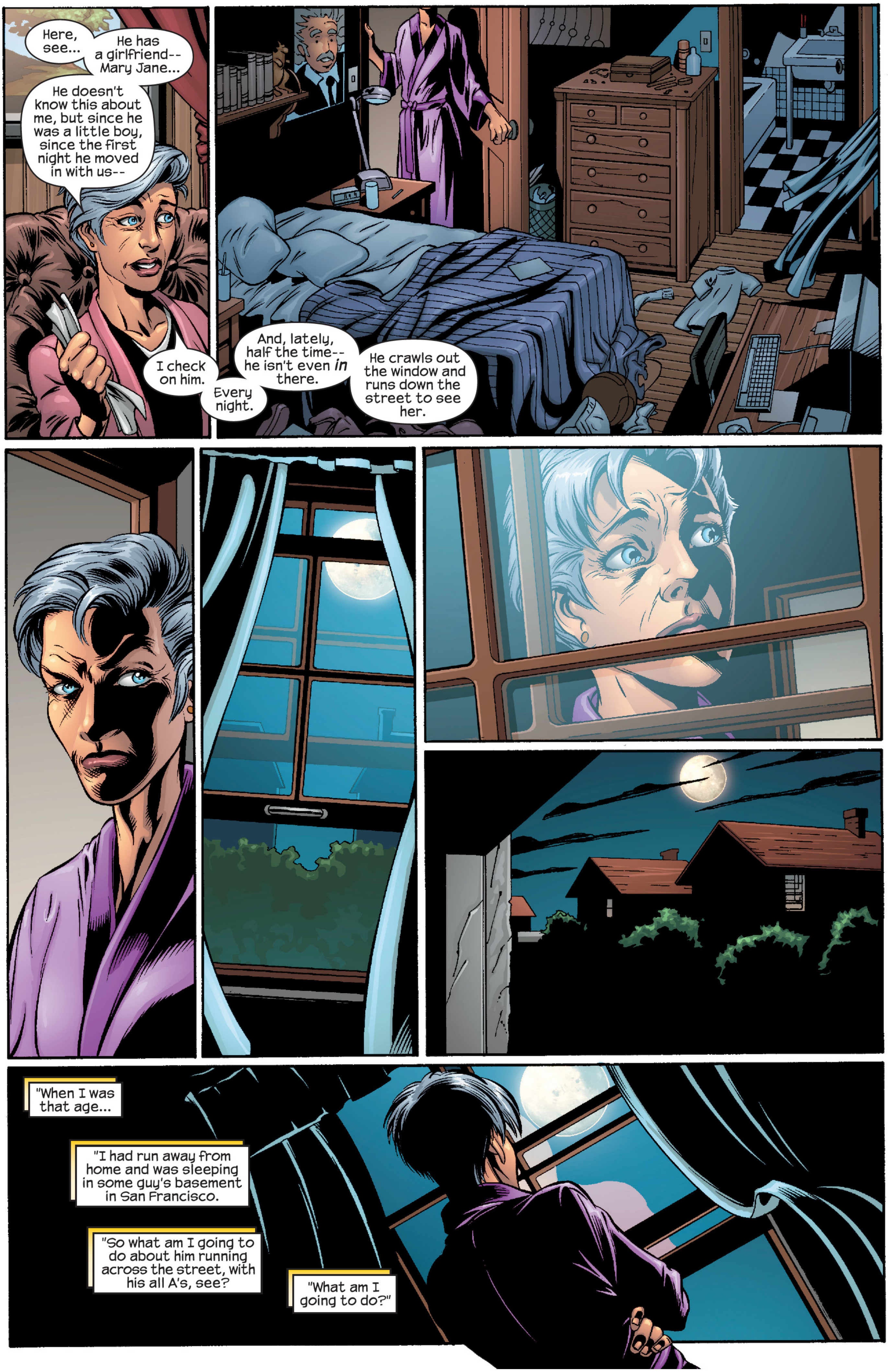

First, this Spider-Man is involved in some kind of attack on Peter's school.
Something. (They never really told us everything.) Some kind of attack, but there he is.
No one got hurt, maybe he saved the kids. Fine.
Then, as you know, a friend of mine is killed by someone **dressed** as this character.
I don't know. It **was** Spider-Man, it wasn't Spider-Man...
I don't know. The news says it **wasn't** him. Just some guy in the costume.
Fine.
But the man who killed my Ben--
That night, the police told me that someone got to him first. Got to his killer before they could.
They didn't see who. They didn't say who.
Was it this Spider-Man too? I don't know.
Now, you think about it, the details of it, the ones we know...
Kinda sounds like it might've.
Why does a guy dress up in a costume and **do** things like that?
It is one hundred percent beyond me. One hundred percent.
I don't understand it and-- and **now** I have to sit and **worry** because Peter is at that stage where he wants to go off and be by himself.
Just like his father. Just like his damn father.
That man, that man used to walk away from us in **mid-conversation** lost in some science thought that just occurred to him.
And what am I supposed to do about it?
Right? Why was I jumping down Peter's throat?
I'm supposed to ground Peter for wanting to read a book? I'm supposed to what?
The boy is just at that age. And I'm not mad at him for reading.
I'm not even mad he bailed out of class. I'm not.
I'm-- I had this total anxiety breakdown thing over not knowing if **Spider-Man** had hurt him.
Huh? Is that normal?
Is that insane?
All the things in the world and I am sitting there having a complete nervous breakdown because I am worried that **Spider-Man** got to him.
Not getting hit by a bus, or mugged on the subway, or even struck by lighting...
I'm worried about a guy in a costume.

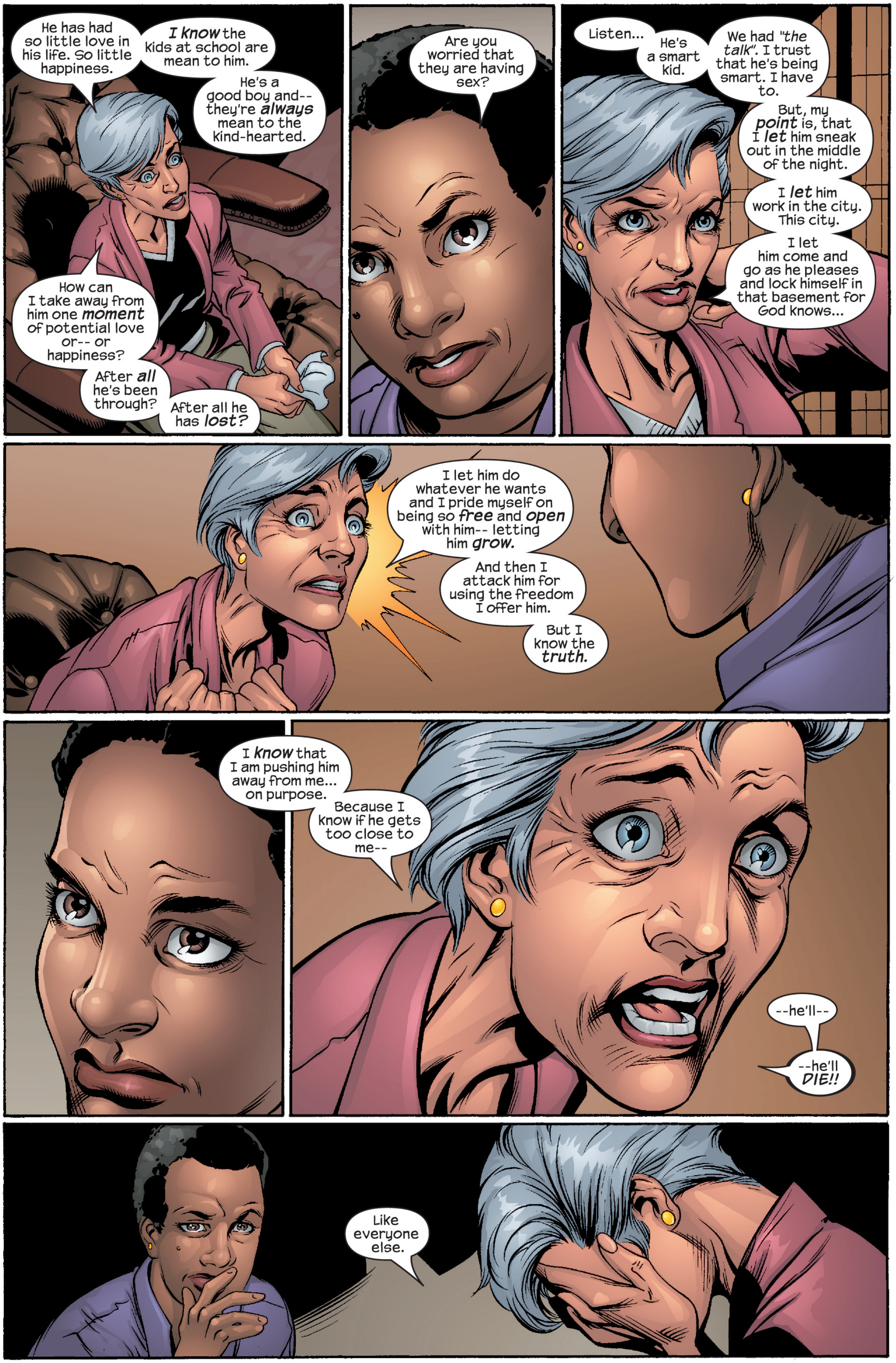

I--
Uhh...
Well, let me ask you this...
Do you still feel guilty for seeing a therapist?
Yes. Yes, yeah--
Ten years ago, my sister died.
My sister was my best friend and I didn't go to a therapist.
Last year my husband, Ben, dies.
Violently. Right in front of me-- right in front of my eyes.
My husband dies and I don't go to a therapist.
And why did I start coming here?
Because a man, a man I hardly know--
The police captain?
Captain Stacy.
A man I've talked to half a dozen times in my entire life-- he dies...
And now I decide to go to a therapist.
There's just something wrong with me.
I'm just sick about the whole thing.

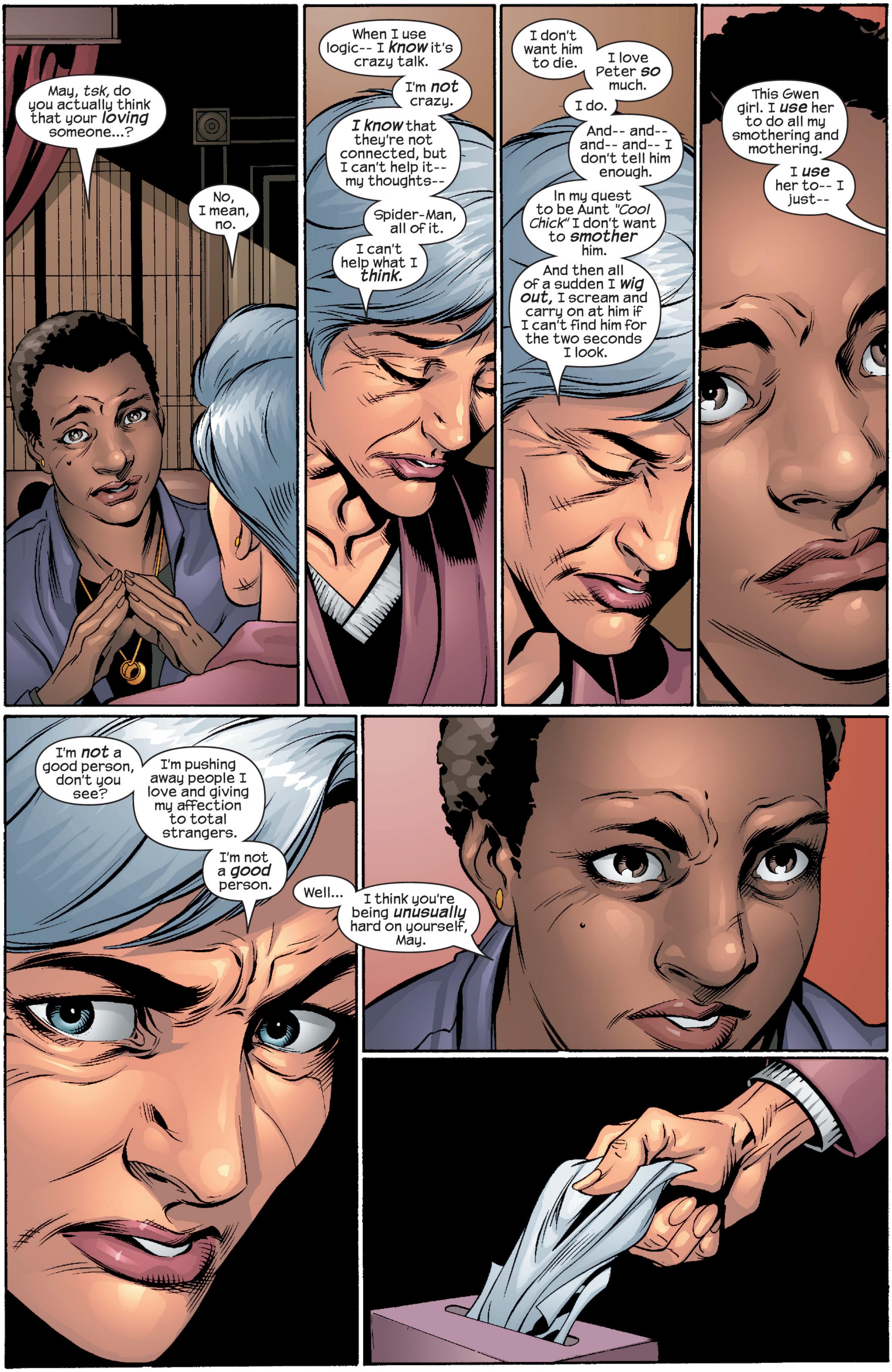

And how do you think this feeling manifests itself?
Gwen.
Gwen Stacy?
The police captain's daughter-- the young girl you took in?
Am I getting that right?
Yes.
I'm *using* her.
There's no other way to say it.
I am *using* her.
How so?
This girl loses her father. Girl's mother abandons her.
I take her in-- I say, out of the goodness of my heart.
But really-- really she's there for *me.*
Not for her. For *me.*
She's there to give me something to do for that hour and a half in the evening where I don't--
Mmff.
That hour and a half where if I stop moving for a *second* I'll be left alone with my thoughts.
(And I'll have to hear the ghosts.)
The ghosts?

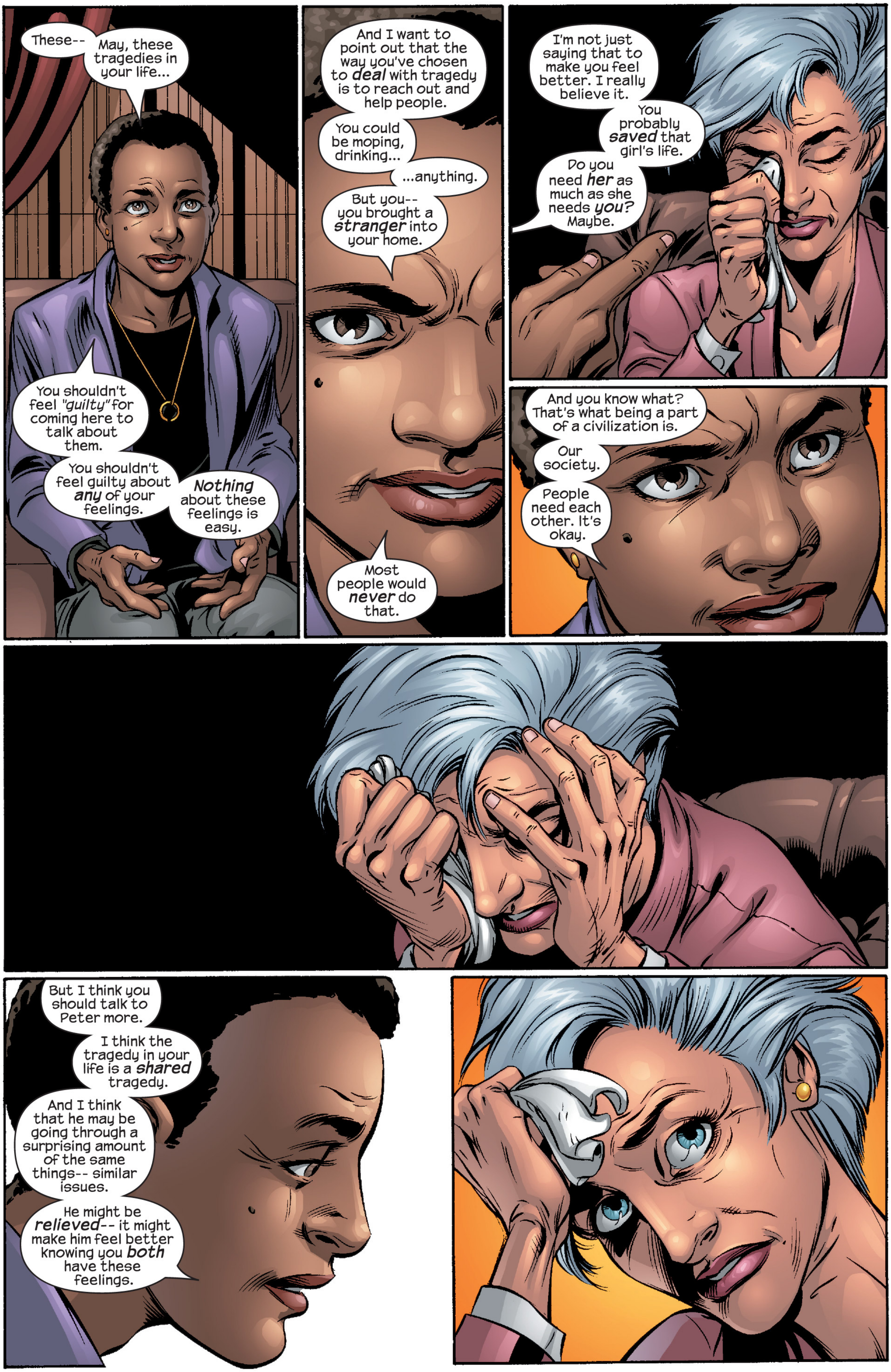

Oh, yeah, uh-huh, yeah, I have ghosts.
They don't "*talk*" talk. They don't *do* anything.
I can't see them.
I'm not *that* crazy.
But when it's quiet.
When it's quiet I know they're there.
So I *use* this girl.
I dragged her into my home under the false pretense of kindness-- and I did it just so there was enough ruckus in the house to cover up...
...the quiet.
Well, May...
Listen...
Peter found this tape.
An old videotape of all of us at a picnic, probably-- I don't know-- twelve years ago.
A picnic that, frankly, I don't even remember *going* to.
Who was on the tape?
My ghosts.

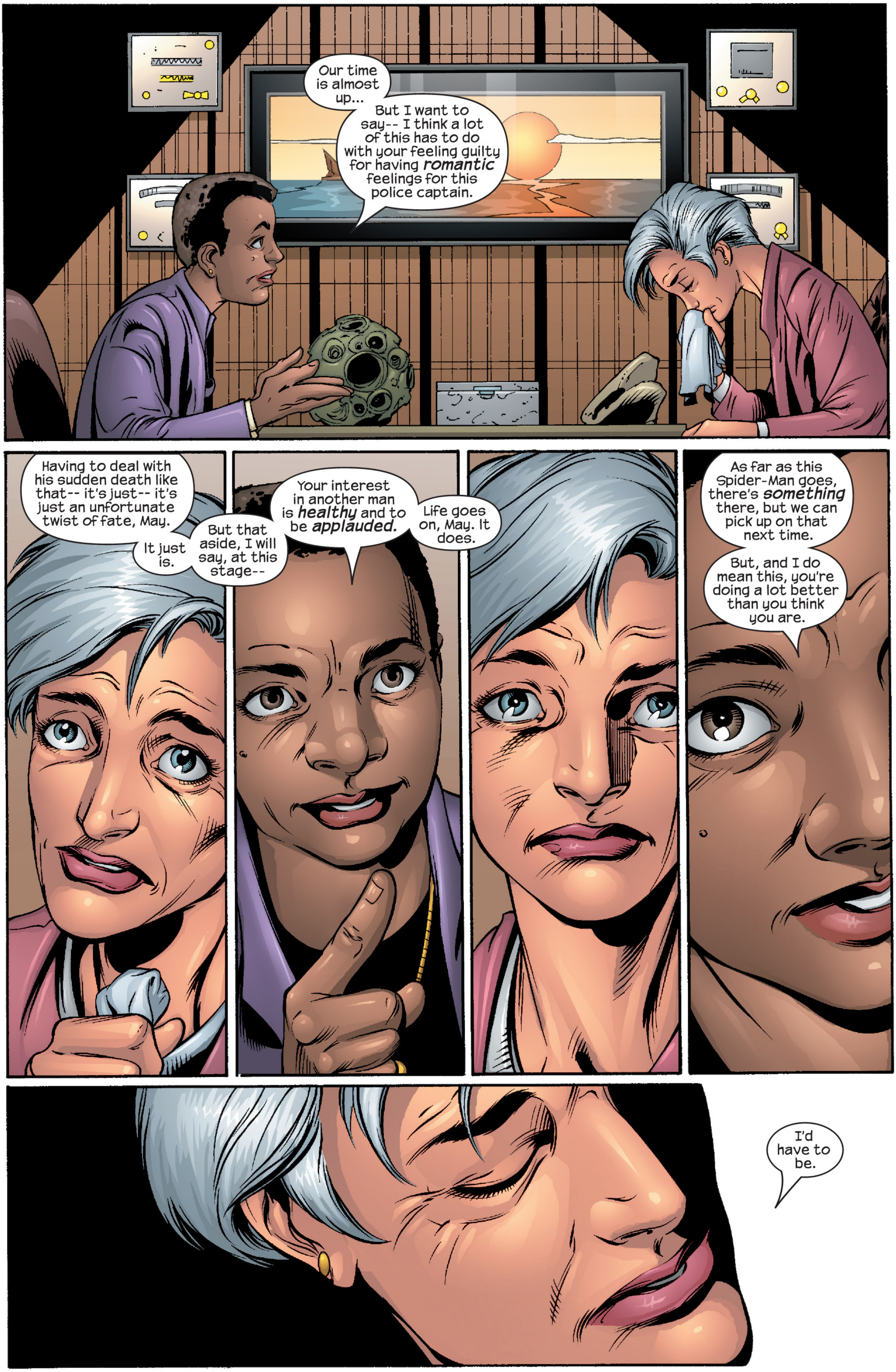

Ben.
My husband.
Little Peter. Some friends.
And I looked at the people on this tape and my first thought was...
"...oh, my God, I am being *punished.*"
My life-- my life *now* is a dull, grey, sickly mockery of the life I had on that tape.
That woman on that tape was in *love* and-- and had a *family.*
Why has this *happened* to me? Why??
Why can't I *love* someone without them *dying?*
I-- oh, God-- I look around me and realize that I am *so* alone.
You're not alone, May.
You have friends.
You have Peter.
I *push* Peter away.
I *do.*
Every chance I *get*-- any chance to tell him to leave the house... I push him out the door.
And when he comes home, I *attack* him. I accuse him.
Spider-Man? I-I-I-I don't care about *Spider-Man.*
I--

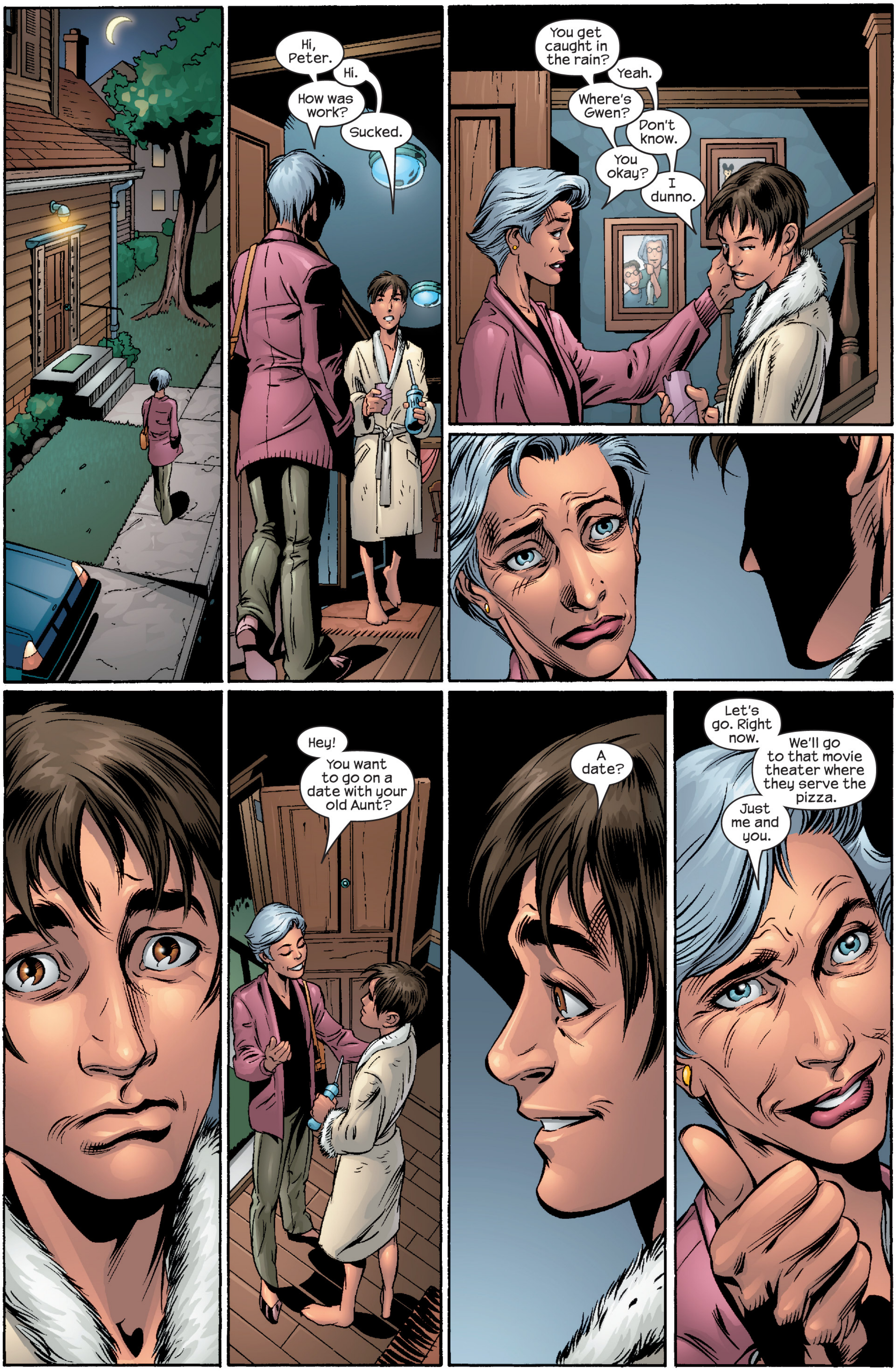

Here, see...
He has a girlfriend-- Mary Jane...
He doesn't know this about me, but since he was a little boy, since the first night he moved in with us--
I check on him.
Every night.
And, lately, half the time-- he isn't even *in* there.
He crawls out the window and runs down the street to see her.
"When I was that age...
"I had run away from home and was sleeping in some guy's basement in San Francisco.
"So what am I going to do about him running across the street, with his all A's, see?
"What am I going to do?"

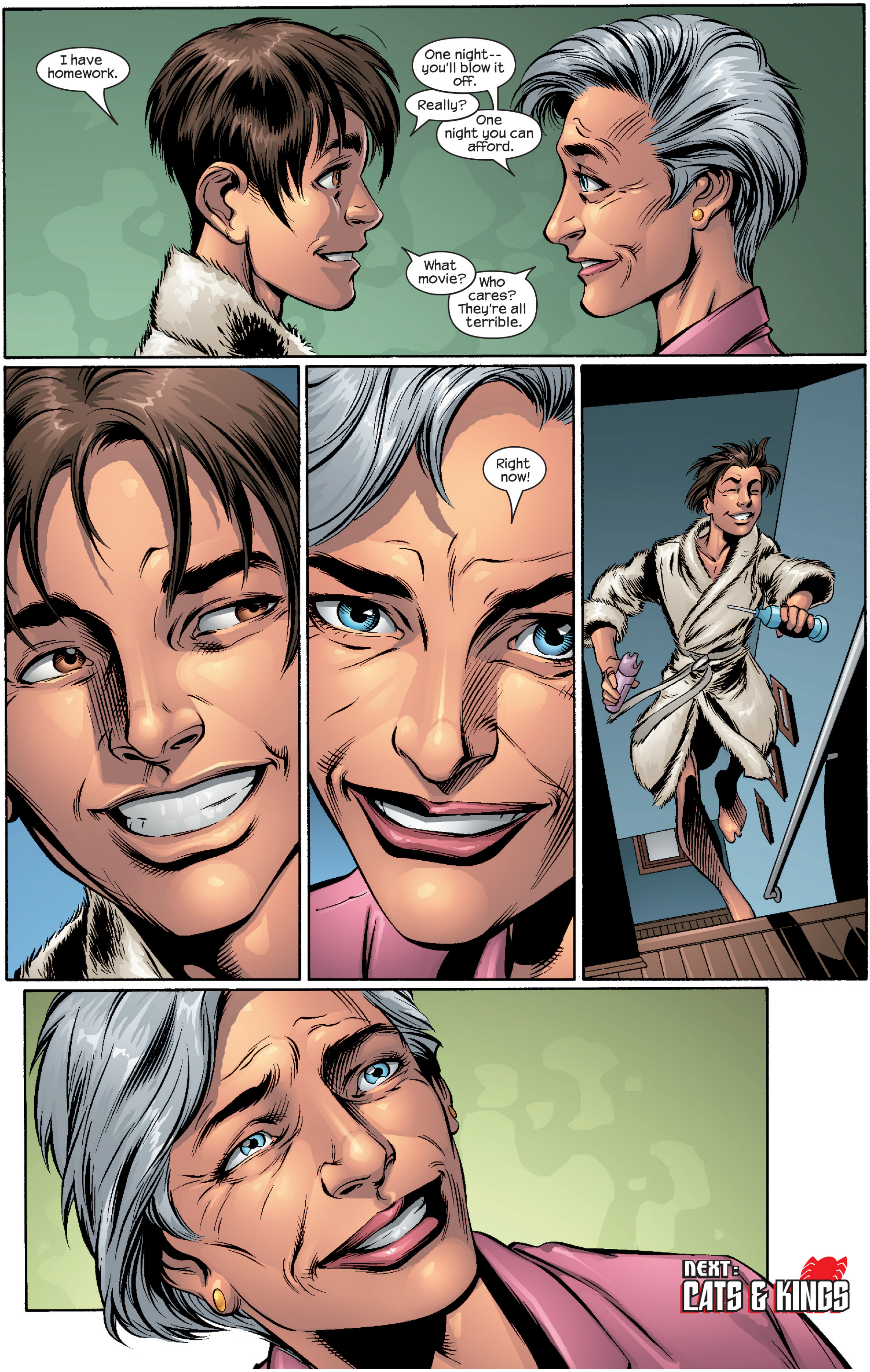

He has had so little love in his life. So little happiness.
I *know* the kids at school are mean to him.
He's a good boy and-- they're *always* mean to the kind-hearted.
How can I take away from him one *moment* of potential love or-- or happiness?
After *all* he's been through?
After all he has *lost?*
Are you worried that they are having sex?
Listen...
He's a smart kid.
We had *"the talk"*. I trust that he's being smart. I have to.
But, my *point* is, that I *let* him sneak out in the middle of the night.
I *let* him work in the city. This city.
I let him come and go as he pleases and lock himself in that basement for God knows...
I let him do whatever he wants and I pride myself on being so *free* and *open* with him-- letting him *grow.*
And then I attack him for using the freedom I offer him.
But I know the *truth.*
I *know* that I am pushing him away from me... on purpose.
Because I know if he gets too close to me--
--he'll--
--he'll *DIE!!*
Like everyone else.


May, *tsk,* do you actually think that your ***loving*** someone...?
No, I mean, no.
When I use logic-- I ***know*** it's crazy talk.
I'm ***not*** crazy.
I know that they're not connected, but I can't help it-- my thoughts--
Spider-Man, all of it.
I can't help what I ***think.***
I don't want him to die.
I love Peter ***so*** much.
I do.
And-- and-- and-- and-- I don't tell him enough.
In my quest to be Aunt *"Cool Chick"* I don't want to ***smother*** him.
And then all of a sudden I ***wig out,*** I scream and carry on at him if I can't find him for the two seconds I look.
This Gwen girl. I ***use*** her to do all my smothering and mothering.
I ***use*** her to-- I just--
I'm ***not*** a good person, don't you see?
I'm pushing away people I love and giving my affection to total strangers.
I'm not a ***good*** person.
Well...
I think you're being ***unusually*** hard on yourself, May.


These--
May, these tragedies in your life...
You shouldn't feel "guilty" for coming here to talk about them.
You shouldn't feel guilty about any of your feelings.
Nothing about these feelings is easy.
And I want to point out that the way you've chosen to deal with tragedy is to reach out and help people.
You could be moping, drinking...
...anything.
But you-- you brought a stranger into your home.
Most people would never do that.
I'm not just saying that to make you feel better. I really believe it.
You probably saved that girl's life.
Do you need her as much as she needs you? Maybe.
And you know what? That's what being a part of a civilization is.
Our society.
People need each other. It's okay.
But I think you should talk to Peter more.
I think the tragedy in your life is a shared tragedy.
And I think that he may be going through a surprising amount of the same things-- similar issues.
He might be relieved-- it might make him feel better knowing you both have these feelings.


Our time is almost up...
But I want to say-- I think a lot of this has to do with your feeling guilty for having **romantic** feelings for this police captain.
Having to deal with his sudden death like that-- it's just-- it's just an unfortunate twist of fate, May.
It just is.
But that aside, I will say, at this stage--
Your interest in another man is **healthy** and to be **applauded.**
Life goes on, May. It does.
As far as this Spider-Man goes, there's **something** there, but we can pick up on that next time.
But, and I do mean this, you're doing a lot better than you think you are.
I'd have to be.


Hi, Peter.
Hi.
How was work?
Sucked.
You get caught in the rain?
Yeah.
Where's Gwen?
Don't know.
You okay?
I dunno.
Hey!
You want to go on a date with your old Aunt?
A date?
Let's go. Right now.
We'll go to that movie theater where they serve the pizza.
Just me and you.


I have homework.
One night-- you'll blow it off.
Really?
One night you can afford.
What movie?
Who cares? They're all terrible.
Right now!
NEXT: CATS & KINGS

WITH GREAT POWER, THERE MUST ALSO COME GREAT RESPONSIBILITY.

Lately, that responsibility has brought only heartache for Peter Parker.

Ever since Peter and Mary Jane Watson broke off their relationship, their friendship has been nonexistent — and Peter has been trying without success to win her back. Now, when a new villain with lots of power and zero responsibility explodes on to the scene, Spider-Man has one more obstacle in his way. But even more important, how can Spider-Man fight the new mysterious foe named Geldoff if he can't even find a costume? Can a special appearance by the Ultimate X-Men help Spider-Man learn more about his new adversary?

Collecting Ultimate Spider-Man #40-45, written by Brian Michael Bendis (Avengers, New Avengers) and illustrated by Mark Bagley (Avengers Assemble, Fantastic Four).

MARVEL